

12. FINANCIAL INFORMATION (cont'd)

In terms of new outlets, revenue contributed for both the FYEs 31 October 2014 and 31 October 2015 were higher at 8.0% and 9.9%, respectively, as compared to the FYE 31 October 2013 due to the higher number of outlets opened in those financial years. Together with higher number of outlets opened, the increase in contribution from new outlets was also due to the opening of prime outlets at transportation hubs as well as in premium shopping malls that tend to draw higher foot traffic, lending to a generally higher number of transactions. Such prime outlets generally register high sales performance as compared to other outlets.

Average sales per outlet

The following table sets out our average consolidated retail sales per outlet for existing, new and closed outlets for the past 3 financial years:

Per Outlet	FYE 31 October		
	2013 (RM'000)	2014 (RM'000)	2015 (RM'000)
Existing outlets	904.73	886.79	909.15
New outlets	239.06	343.19	462.51
Closed outlets	250.57	730.50 ⁽¹⁾	206.25
<i>All outlets⁽²⁾</i>	<i>816.19</i>	<i>782.58</i>	<i>808.16</i>
<i>Print media sales⁽³⁾</i>	<i>184.41</i>	<i>131.53</i>	<i>87.81</i>
<i>Other retail sales⁽⁴⁾</i>	<i>631.77</i>	<i>651.05</i>	<i>720.35</i>

Notes:

- (1) The higher average retail sales per closed outlet in the FYE 31 October 2014 is attributed largely to the revenue contribution of one outlet located at a premium shopping mall which was relocated to another area of the same shopping mall at the request of the property owner. The average retail sales per closed outlet for the FYE 31 October 2014 without taking into account this relocated outlet was RM289,942.
- (2) Average retail sales per outlet is calculated based on the total retail sales over the total number of outlets in operations during the year (including outlets that have closed).
- (3) Average print media sales per outlet is calculated based on the total print media retail sales (as set out above) for the year over the total number of outlets in operations during the year (including outlets that have closed).
- (4) Average other retail sales per outlet is calculated based on the total retail sales (as set out above) less print media sales for the year over the total number of outlets in operations during the year (including outlets that have closed).

Our Group's average retail sales per outlet over the FYEs 31 October 2013 to 31 October 2015 were affected by the general decline in print media sales (where print media has generally higher price points as compared to other convenience products, save for tobacco). However, the effect of this decline to our Group's average retail sales per outlet was somewhat offset by the growth in the other retail sales.

12. FINANCIAL INFORMATION (cont'd)

The average retail sales per outlet declined by 4.1% from the FYE 31 October 2013 to 31 October 2014 due to lower sales contribution from the new outlets opened in the two preceding years. This lower sales contribution was due to the lack of prime outlet openings in those preceding financial years.

Another factor that contributed to the decline in the average retail sales per outlet for the FYE 31 October 2014 is the lower contribution of the 37 new outlets opened during the same financial year where such outlets are still growing and thus generate lower retail sales per outlet as compared to outlets that have been operating for longer periods. The low retail sales contributed by a disproportionately higher number of new outlets that operated for less than a year in the FYE 31 October 2014 had served to average down our Group's retail sales per outlet.

Our Group's average retail sales per outlet increased by 3.3% from the FYE 31 October 2014 to 31 October 2015 due largely to better sales performance of the 37 outlets opened during FYE 31 October 2014 and their full year contribution.

Taking into account same-store analysis for the 3 FYEs 31 October 2013 to 31 October 2015, there were 138 outlets that were in continuous operations throughout the same period. These outlets contributed retail sales of RM125.83 million for the FYE 31 October 2013, RM128.47 million for the FYE 31 October 2014 and RM129.39 million for the FYE 31 October 2015, representing a CAGR of 1.40%. In terms of average retail sales per outlet, this represented an amount of RM911,830, RM930,930 and RM937,580 per outlet for the FYEs 31 October 2013, 31 October 2014 and 31 October 2015, respectively.

12.4.2 Costs of sales

Our cost of sales consists of the costs of merchandise and products purchased and delivered to our Bison DC and those delivered directly by our suppliers to our outlets. For our consumer services, due to the nature of services which are non-product based, no costs of sales are reflected since they are commission-based. Except for a small number of merchandise (for example certain toy products) which are based on outright purchase terms, the majority of our purchases are conducted on a returnable basis.

For the category of advertising and promotions, there is no corresponding cost of sales as these are purely fee income to our Group based on merchandising fees, new products listings and product display incentives.

For products classified under others (as set out below), the cost of sales are made up of staff-related costs pertaining to the provision of management services to WH Smith Malaysia and the cost of ingredients and consumables for operating Bison Café.

The following table sets out our Group's cost of sales by product category during the past 3 financial years:

	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Merchandise ⁽¹⁾	101,010	117,287	140,015
Others	768	847	1,112
Sub-total	101,778	118,134	141,127
Purchases for related parties ⁽²⁾	3,535	3,916	1,980
Total cost of sales	105,313	122,050	143,107

12. FINANCIAL INFORMATION (cont'd)**Notes:**

- (1) Comprises costs of sales for our product categories of tobacco, food and beverage, print media and non-food merchandise.
- (2) Purchases for related parties are in respect of supplying products and merchandise to their own outlets. The said outlets operated by these related parties have been absorbed by our Group since April 2015 and June 2015, and the respective related parties are currently under voluntary winding up.

12.4.3 Gross profit and gross profit margin

The following table sets out a breakdown of our gross profit and their respective contribution to our consolidated gross profit during the past 3 financial years:

	Audited					
	FYE 31 October					
	2013		2014		2015	
	(RM'000)	%	(RM'000)	%	(RM'000)	%
Merchandise ⁽¹⁾	36,342	69.0	38,076	63.1	48,398	65.0
Consumer services	3,032	5.8	2,718	4.5	3,120	4.2
Advertising and promotions	11,343	21.5	16,881	28.0	18,532	24.9
Others ⁽²⁾	1,848	3.5	2,600	4.3	4,343	5.8
Sub-total	52,565	99.8	60,275	99.9	74,393	99.9
Related parties ⁽³⁾	84	0.2	84	0.1	46	0.1
Total gross profit	52,649	100.0	60,359	100.0	74,439	100.0

Notes:

- (1) Comprises our product categories of tobacco, food and beverage, print media and non-food merchandise.
- (2) Others comprises mainly of gross profit derived from the provision of management services to WH Smith Malaysia and the operations of the Bison Café as well as gross profits derived from Bison DC, sales rebates and incentives.
- (3) Represents the margin of the billings for IT services for the outlets belonging to the related companies as described in Section 12.4.1(i) above.

The average gross margins that relate to our retail sales for the 3 FYEs up to 31 October 2015 are as follows:

	FYE 31 October		
	2013	2014	2015
Merchandise	26.5%	24.5%	25.7%
Consumer services	100.0%	100.0%	100.0%

(a) Merchandise**Tobacco**

Gross profit for tobacco products was RM4.27 million, RM5.05 million and RM6.72, million representing 8.1%, 8.4% and 9.0% of the total gross profits for the FYEs 31 October 2013, 31 October 2014 and 31 October 2015 respectively.

12. FINANCIAL INFORMATION (cont'd)

The gross profit from our tobacco products increased by 18.3% (RM0.78 million) from the FYE 31 October 2013 to 31 October 2014. There was a further increase of 33.1% (RM1.67 million) from FYE 31 October 2014 to 31 October 2015.

The increase in gross profits over the 2 financial years is attributed to the increase in tobacco price and in the number of our retail outlets.

As the cost of sales for tobacco is the highest amongst our product categories, tobacco is the lowest gross profit margin contributor to our Group. The gross profit margin of tobacco sales over the 3 financial years under review ranged between 8.1% to 8.8%.

Food and beverage

The food and beverage product category is the highest gross profit contributor to our Group with RM19.95 million, RM21.58 million and RM30.77 million, representing 37.9%, 35.8% and 41.3% of the total gross profits for the FYEs 31 October 2013, 31 October 2014 and 31 October 2015 respectively. The gross profit margin of food and beverage sales over the 3 financial years under review ranged between 36.4% to 40.5%.

The gross profit from food and beverage category increased by 8.2% (RM1.63 million) from the FYE 31 October 2013 to 31 October 2014. There was a further increase of 42.6% (RM9.19 million) from the FYE 31 October 2014 to 31 October 2015.

The high gross profit contribution from food and beverage can be attributed to it being the second highest revenue source for our Group from the FYE 31 October 2013 to 31 October 2014 and the highest revenue source in the FYE 31 October 2015 together with having a high average gross profit margin as compared to our Group's other range of products.

Print media

Overall cost of sales for print media decreased year-on-year over the past 3 financial years due to the corresponding decrease in print media sales. However, the holding cost of print media stock is mitigated due to the stock being delivered on consignment basis.

Despite declining sales, gross profit for print media was RM9.74 million, RM8.36 million and RM6.66 million, representing 18.5%, 13.8% and 9.0% of the total gross profits for the FYEs 31 October 2013, 31 October 2014 and 31 October 2015 respectively.

The overall contribution of gross profit by print media declined by 14.1% (RM1.38 million) from the FYE 31 October 2013 to 31 October 2014. There was a further decline by 20.3% (RM1.70 million) from the FYE 31 October 2014 to 31 October 2015. The gross profit margin of print media sales over the 3 financial years under review ranged between 30.7% to 32.0%.

The decline in the proportion of print media's gross profit contribution is also due to growth from other product categories.

Non-food

The non-food category contributed RM2.38 million, RM3.08 million and RM4.24 million in gross profit, representing 4.5%, 5.1% and 5.7% of the total gross profits for the FYEs 31 October 2013, 31 October 2014 and 31 October 2015 respectively.

12. FINANCIAL INFORMATION (cont'd)

Gross profit from non-food increased by 29.4% (RM0.70 million) from the FYE 31 October 2013 to 31 October 2014 and a further increase by 37.6% (RM1.16 million) from the FYE 31 October 2014 to 31 October 2015. The gross profit margin of non-food sales over the 3 financial years under review ranged between 40.8% to 43.8%.

The increase in gross profit over the 2 financial years were due to the increase in the outlets offering this range and the increase in the range and variety of products offered at our outlets.

(b) Consumer services

Since consumer services are commission-based, the gross profit margins for our consumer services are 100%. Such commissions are derived from, amongst others, the WU Service and the electronic payment services such as reloads for mobile service providers and prepaid cards.

The commentary of our retail sales in connection with consumer services for the 3 FYEs 31 October 2013, 31 October 2014 and 31 October 2015 is set out in Section 12.4.1(i) above under "Revenue from our product categories, complementary income and related companies".

(c) Advertising and promotions

Similar to consumer services, advertising and promotions revenue has no cost component due to its nature as fee income. This fee income is derived from merchandising fee, display incentives and listing charges and does not directly correlate proportionately with our retail sales. As a result of this, advertising and promotion revenue has a 100% gross profit margin and is considered as complementary income by our Group.

The commentary of our complementary income in connection with advertising and promotions for the 3 FYEs 31 October 2013, 31 October 2014 and 31 October 2015 is set out in Section 12.4.1(i) above under "Revenue from our product categories, complementary income and related companies".

(d) Others

Gross profit from others is derived from the operations of our Bison Café, the provision of management services to WH Smith Malaysia and the fee income received for our Bison DC charges, sales rebate and incentives.

Gross profit from others was RM1.85 million, RM2.60 million, and RM4.34 million, representing 3.5%, 4.3% and 5.8% of the total gross profits for the FYEs 31 October 2013, 31 October 2014 and 31 October 2015 respectively.

The gross profit from the others increased by 40.7% (RM0.75 million) from the FYE 31 October 2013 to 31 October 2014. There was a further increase by 67.0% (RM1.74 million) from the FYE 31 October 2014 to 31 October 2015. The gross profit margin under this category over the 3 financial years under review ranged between 70.7% to 79.6%.

The higher gross profit contribution for the FYE 31 October 2014 as compared to the previous year was due to us being able to secure more structured and improved trading terms with higher target incentives and sales rebates with our product principals and suppliers. The improved terms resulted in higher back-end margin from leveraging on our Bison DC, where we increased centralisation of distribution services, supported by an overall higher number of outlets.

12. FINANCIAL INFORMATION (cont'd)

The increase in gross profit contribution in the FYE 31 October 2015 as compared to the FYE 31 October 2014 was due to the above in addition to the gross profit contribution by Bison Café of RM0.80 million.

12.4.4 Other income

The following table sets out our Group's other income during the past 3 financial years:

	Audited		
	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Interest income	163	190	121
Insurance claims	6	11	54
Rental income	188	299	294
Others	11	12	21
Total other income	368	512	490

Interest income is derived from fixed deposit placements as well as short term placements with licensed banks and financial institutions. These include interest income from the RM0.60 million pledged for banking facilities.

Insurance claims are in respect of losses due to robberies and pilferage which were received during the financial years under review.

Rental income was derived from commercial properties held by Bison Stores, storage charges for WH Smith Malaysia's inventory in our Bison DC and rental from the ATM provider for the placement of ATM at our outlets.

Others consist of penalties charged to suppliers, one-off account opening fees, rebates on utilities payments, other miscellaneous charges, and dividends from quoted securities held by our Group.

12.4.5 Operating expenses and share of profits of associate

Our operating expenses are mainly made up of administration expenses, other expenses and finance costs. Share of profits of associate represents the share of profits from WH Smith Malaysia. The following table sets out a breakdown of our operating expenses and share of profits of associate during the past 3 financial years:

	Audited		
	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Administration expenses	34,660	41,397	53,523
Other expenses	2,314	2,976	3,846
Finance costs	596	602	577
Total operating expenses	37,570	44,975	57,946
Share of profits of associate	36	302	727

12. FINANCIAL INFORMATION (cont'd)

Administration expenses

Our administrative expenses comprised of selling expenses, distribution expenses and HQ administrative expenses. The breakdown of the administration expenses for the past 3 financial years are set out in the table below:

	Audited		
	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Selling and distribution expenses	28,823	35,282	44,768
HQ administration expenses	5,837	6,115	8,755
Total administration expenses	34,660	41,397	53,523

Selling expenses are associated with the costs of operating our Group's outlets such as rental of outlets, outlet staff costs, utilities, insurance, office and IT equipment and furniture and fittings. Distribution expenses relate to expenses associated with the cost of maintenance of our Bison DC, fleet of lorries, logistics costs, staff costs, utilities and insurance.

Overall selling expenses and distribution expenses increased from RM28.82 million for the FYE 31 October 2013 to RM44.77 million for the FYE 31 October 2015. The increase was driven by higher operating expenditure incurred by our outlets, such as rental, outlet staff costs and utilities, which correspond with the increase in the number of new outlets over the past 3 financial years.

Rental for our outlets represents the largest component of our selling and distribution expenses. For the 3 FYEs up to 31 October 2015, rental for our outlets made up 43.0%, 43.3% and 42.2% respectively of our total selling and distribution expenses.

Outlet rental expenses increased by 23.3% (RM2.89 million) in the FYE 31 October 2014 whereas, the increase was 23.4% (RM3.58 million) in the FYE 31 October 2015. The increases were primarily due to the increase in the number of new outlets during the 2 FYEs 31 October 2014 and 31 October 2015 as compared to earlier financial years and the increase in rental rates for existing outlets during the same financial period.

The second largest component of our selling and distribution expenses is outlet staff costs. For the 3 FYEs up to 31 October 2015, outlet staff costs made up 30.0%, 30.0% and 29.1% respectively of our total selling and distribution expenses.

Staff costs under selling and distribution expenses increased by 21.1% (RM2.11 million) for the FYE 31 October 2014 as compared to the FYE 31 October 2013; and by 23.3% (RM2.82 million) for the FYE 31 October 2015 as compared to the FYE 31 October 2014.

Utilities form the third largest component of sales and distribution expenses. For the 3 FYEs up to 31 October 2015, utilities expenses made up 8.3%, 10.0% and 11.1% respectively of our total selling and distribution expenses.

Utilities increased by 47.1% (RM1.12 million) and 41.9% (RM1.47 million) in the FYEs 31 October 2014 and 31 October 2015 respectively.

The increase in both staff costs and utilities costs under our selling and distribution expenses can be directly attributed to the increase in the number of outlets during the relevant years.

12. FINANCIAL INFORMATION (cont'd)

HQ administration staff costs made up 73.1%, 75.8% and 71.9% of our HQ administration expenses for the FYEs 31 October 2013, 31 October 2014 and 31 October 2015 respectively. HQ administration staff is associated with merchandising, marketing, procurement, business development, internal control, human resource and finance and administrative functions of our Group. The other costs relating to HQ administration include expenses such as utilities, maintenance or rental of premises (other than outlets) and motor vehicles.

For the FYE 31 October 2015, HQ administration expenses increased by RM2.64 million (or approximately 43.2%) due to the increase in HQ staff cost by RM1.93 million from additional employees engaged during the financial year to cater for our future expansion plans and higher sales incentives for staff. The increase was also due to higher audit related fees and expenses (RM0.22 million), pilferage and robbery (RM0.19 million) and stamp duty fees relating to the Acquisitions (RM0.15 million).

Other expenses

Other expenses comprise depreciation, amortisation as well as the writing-off of PPE and trade bad debts. PPE is written off due to closure of outlets from poor performance or non-renewal of lease. For the FYEs 31 October 2014 and 31 October 2015, there was an increase of RM0.60 million and RM0.86 million in depreciation charges respectively, as compared to preceding respective financial years due to increased number of new outlets. In addition, for the same financial years above, there was also an increase of RM0.06 million and RM0.02 million respectively in write-off of PPE due to closure of outlets.

Finance costs

Our finance costs consist of interest charges on our term loans for our Bison DC and other commercial properties, and hire purchase for lorries and charges for bank guarantees issued to property owners as security deposits for the rental of their properties. The decrease in finance costs for the FYE 31 October 2015 is due to partial repayment of term loans and finance leases.

Share of profits of associate

The following table outlines the share of profits of our Group's associate, WH Smith Malaysia, during the past 3 financial years:

	Audited		
	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Share of profits of associate	36	302	727

The increase in share of profits of associate for the FYE 31 October 2014 as compared to the FYE 31 October 2013 is mainly due to the share of profits derived from WH Smith Malaysia.

The increase in the share of profits is attributable to the increase in the number of new "WHSmith" outlets and the growth in income generated from the same outlets, resulting in improved financial performance of WH Smith Malaysia. For the FYE 31 October 2013, WH Smith Malaysia's share of profits reflected the contributions from only 4 outlets. For the FYE 31 October 2014, it reflected contributions from the 8 outlets of which 4 outlets were opened between December 2013 to May 2014. The share of profits from WH Smith Malaysia increased in the FYE 31 October 2015, due to the full year contributions of the 4 outlets opened in the previous financial year.

12. FINANCIAL INFORMATION (cont'd)

12.4.6 Profit before taxation

	Audited		
	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
PBT	21,639	16,279	17,702
PBT margin	13.7%	8.9%	8.1%

The gain on disposal of a landed property situated in Sungai Buloh, Selangor and a commercial property located in Petaling Jaya, Selangor contributed RM6.16 million of the RM21.64 million in PBT for the FYE 31 October 2013. Excluding this gain on disposal of the landed properties, the PBT and the PBT margin for the FYE 31 October 2013 are RM15.48 million and 9.8% respectively.

The PBT margin for the FYE 31 October 2014 was reduced to 8.9% as compared to the FYE 31 October 2013 as a result of:

- (i) the increase in the proportion of tobacco sales which has the lowest gross profit margin relative to other products;
- (ii) higher gross profit margin of food and beverage in the FYE 31 October 2013; and
- (iii) lower commissions from the WU Service following from its cessation in April 2014 for 12 outlets and only 3 outlets recommenced the WU Service in August 2014.

PBT margin for the FYE 31 October 2015 was reduced further to 8.1% as compared to the FYE 31 October 2014 due primarily to the increase in HQ staff cost and higher HQ-related expenses incurred during the financial year, further details of which are set out in Section 12.4.5 under "Administration expenses".

12.4.7 Tax expense

Our tax expense comprise of current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that they relate to a business combination or items directly in equity or other comprehensive income.

	Audited		
	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Current income tax expense			
Current year	3,336	3,458	3,905
(Over) / under provision in prior year	(3)	(47)	140
	3,333	3,411	4,045
Deferred taxation			
Current year	332	300	278
Under / (over) provision in prior year	119	139	(131)
	3,784	3,850	4,192
Deferred tax related to net surplus on revaluation of land and buildings	-	451	-

12. FINANCIAL INFORMATION (cont'd)

The following sets out the reconciliation of income tax expense applicable to PBT at the Malaysian statutory tax rate of 25% to income tax expense at the effective tax rate of our Group:

	Audited		
	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
PBT	21,639	16,279	17,702
Income tax at rate of 25%	5,409	4,069	4,425
- Non-allowable expense	360	347	426
- Effect of income subject to the tax rate of 20% for SME ⁽¹⁾	(82)	(94)	-
- Income not subject to tax	(2,015)	(564)	(654)
- (Over) / Under provision in prior year	(3)	(47)	140
- Deferred assets not recognised in prior year	(4)	-	-
- Utilisation of deferred assets not recognised in prior year	-	neg.	(14)
- Under / (over) provision of deferred tax liabilities in prior year	119	139	(131)
Tax expense for the year	3,784	3,850	4,192

Note:

- (1) A SME is defined as a company with a paid-up capital in respect of ordinary shares of RM2.5 million and below at the beginning of the basis period for the relevant year of assessment.

12.4.8 Profit after taxation

	Audited		
	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
PAT	17,855	12,429	13,510
PAT margin	11.3%	6.8%	6.2%

The growth in PAT (after adjusting for the gain on disposal as described in Section 12.4.6 above) during the relevant financial years under review is attributable to higher consolidated revenue over the 3 FYEs 31 October 2013 to 31 October 2015.

Excluding the gain on the disposal of the landed properties described in Section 12.4.6 above, the PAT and the PAT margin for the FYE 31 October 2013 are RM11.70 million and 7.4%, respectively.

The decline in PAT margin from the FYE 31 October 2014 to 31 October 2015 was as a result of the reasons described in Section 12.4.6 above.

12. FINANCIAL INFORMATION *(cont'd)*

12.4.9 Other comprehensive income, net of tax

For the FYE 31 October 2014, our Group undertook a revaluation exercise of its real estate properties comprising of 5 properties (including our Bison DC). The 5 properties were revalued at a revaluation gain of RM9.49 million above their net book value. Two of the properties were subsequently disposed resulting in the crystallisation of revaluation reserve amounting to RM0.48 million and taken up in our Group's retained earnings. The balance of RM8.56 million was taken up in our revaluation reserve after netting off tax effect of RM0.45 million. As a result, we recognised a total of RM9.04 million in the form of other comprehensive income.

12.5 Liquidity and capital resources

12.5.1 Working capital

Our working capital is funded through cash generated from our operating activities and credit lines as well as our existing cash and bank balances. As at 31 October 2015, we have unencumbered cash and bank balances amounting to RM6.42 million and the availability of a RM350,000 overdraft facilities under our existing lines of credit which has not been utilised. As at 31 October 2015, our working capital, defined as the difference between current assets and current liabilities was RM18.10 million.

Based on the above and after taking into consideration our funding requirements for capital commitments, and together with the estimated gross proceeds from the Public Issue of RM88.68 million, our Board believes that our working capital resources will be sufficient to meet our working capital requirements for at least 12 months following the date of this Prospectus.

Our future capital requirements may vary materially from those currently planned and will depend on many factors, among others, our future profitability, cash flows from operations, and the availability of borrowings under our bank facilities. We may need to raise capital in the future if our cash flows from operations and availability under our bank facilities are not adequate to meet our liquidity requirements.

12.5.2 Summary of statements of cash flows

The following table sets out a summary of our Group's consolidated statements of cash flows for the financial years indicated, and should be read in conjunction with the Accountants' Report in Section 13 of this Prospectus.

	Audited		
	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Net cash from operating activities	9,326	12,225	8,499
Net cash from / (used in) investing activities	1,038	(8,765)	(8,059)
Net cash used in financing activities	(9,959)	(4,290)	(2,108)
Net increase / (decrease) in cash and cash equivalents	405	(830)	(1,668)
Cash and cash equivalent at the beginning of the year	8,511	8,916	8,086
Cash and cash equivalent at the end of the year	8,916	8,086	6,418

Save as disclosed in Section 12.5.3 of this Prospectus, there is no legal, financial or economic restriction on the ability of our subsidiaries and associate to transfer funds to our Company in the form of cash dividends, loans or advances to meet the cash obligations of our Company.

12. FINANCIAL INFORMATION *(cont'd)*

(i) Net cash from operating activities

For the FYE 31 October 2015, we generated operating cash flows before working capital changes amounting to RM21.30 million. After accounting for key items set out below, our Group's net cash from operating activities was approximately RM8.50 million:

- (a) RM5.97 million used to purchase inventories for new outlets opened during the year;
- (b) RM8.53 million increase in trade and other receivables and RM5.82 million increase in trade and other payables due to the higher number of outlets; and
- (c) RM4.23 million in net payment of tax.

For the FYE 31 October 2014, we generated operating cash flows before working capital changes amounting to RM19.28 million. After accounting for key items set out below, our Group's net cash from operating activities was approximately RM12.23 million:

- (a) RM1.84 million decrease in trade and other receivables and RM4.54 million increase in trade and other payables due to the higher number of outlets;
- (b) RM4.68 million used to purchase inventories for new outlets opened during the year; and
- (c) RM3.62 million in net payment of tax.

For the FYE 31 October 2013, we generated operating cash flows before working capital changes amounting to RM18.21 million. After accounting for key items set out below, our Group's net cash from operating activities was approximately RM9.33 million:

- (a) RM1.09 million used to purchase inventories for new outlets opened during the year;
- (b) RM3.66 million increase in trade and other receivables and RM0.61 million decrease in trade and other payables as a result of the increase in number of outlets; and
- (c) RM3.86 million in net payment of tax.

(ii) Net cash for investing activities

For the FYE 31 October 2015, we recorded net cash used in investing activities of approximately RM8.06 million comprising:

- (a) RM7.69 million used to purchase PPE associated with the increase in the number of outlets including equipment and a lorry for our Bison DC;
- (b) RM0.50 million for the additional investment in our associate (WH Smith Malaysia), based on our shareholdings via conversion of debt into equity; and

12. FINANCIAL INFORMATION *(cont'd)*

- (c) partially offset by RM0.13 million in interest income from fixed deposit placements with licensed banks and financial institutions and proceeds from the disposal of equipments from the closure of outlets.

For the FYE 31 October 2014, we recorded net cash used in investing activities of approximately RM8.77 million comprising:

- (a) RM9.00 million used to purchase PPE associated with the increase in the number of outlets including equipment and motor vehicles for our Bison DC; and
- (b) partially offset by RM0.30 million in interest income from fixed deposit placements with licensed banks and financial institutions and proceeds from the disposal of equipments from the closure of outlets and motor vehicles.

For the FYE 31 October 2013, we recorded net cash from investing activities of approximately RM1.04 million comprising:

- (a) RM9.14 million received from the disposal of landed properties;
- (b) RM0.16 million interest income from fixed deposit placed with licensed banks and financial institutions; and
- (c) offset by RM8.07 million used to purchase PPE associated with the expansion of new outlets.

(iii) Net cash used in financing activities

For the FYE 31 October 2015, our Group recorded net cash used in financing activities of approximately RM2.11 million comprising:

- (a) RM1.61 million in payment of term loan, interest and finance lease; and
- (b) RM0.50 million in dividend payments.

For the FYE 31 October 2014, our Group recorded net cash used in financing activities of approximately RM4.29 million comprising:

- (a) RM0.82 million in payment of term loan interest and finance lease;
- (b) RM5.00 million in dividend payments; and
- (c) partially offset by the receipt of RM1.53 million in term loan and finance lease drawdown.

For the FYE 31 October 2013, our Group recorded net cash used in financing activities of approximately RM9.96 million comprising:

- (a) RM3.26 million in payment of interest, term loan and finance lease; and
- (b) RM6.70 million in dividend payments.

12. FINANCIAL INFORMATION *(cont'd)*

12.5.3 Borrowings

Our Group's total outstanding borrowings, all of which are interest-bearing and RM-denominated, as at 31 October 2015 are as follows:

Statement of total outstanding borrowings	Interest Rate Terms	Audited Outstanding as at 31 October 2015 (RM'000)
Current:		
Secured Term Loans	4.55% to 5.63%	1,266
Secured Finance Leases	2.31% to 3.90%	194
		1,460
Non-Current:		
Secured Term Loans	4.55% to 5.63%	8,276
Secured Finance Leases	2.31% to 3.90%	471
		8,747
Total borrowings		10,207

We obtain our borrowings from various Malaysian financial institutions. Our term loans are mainly arranged to finance acquisitions by our Group and are secured by a number of our Group's real properties and certain directors' personal guarantees.

In respect of one term loan granted to Bison Stores, one of its financing covenants stipulates that Bison Stores shall not declare, pay or make any dividend or bonus issue or other distribution whether of an income or capital nature and whether in cash or in other form for an amount more than 50% of its net PAT for the respective financial year, without the prior written consent of the lender.

Our finance leases are secured against the assets financed, namely the 7 units of lorry and 1 unit of passenger car.

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12. FINANCIAL INFORMATION (cont'd)

The maturity profile based on the contractual undiscounted repayment obligation of our total borrowings as of the dates indicated is as follows:

	Audited		
	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Term Loans			
Within 1 year	1,433	1,740	1,741
1 to 2 years	1,422	1,730	1,740
2 to 5 years	4,194	5,117	5,221
More than 5 years	3,731	5,331	2,741
Total contractual cash flow	10,780	13,918	11,443
Total carrying amount	8,806	10,335	9,542
	Audited		
	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Finance Leases			
Within 1 year	239	267	255
1 to 2 years	267	538	207
2 to 5 years	226	62	264
More than 5 years	-	-	-
Total contractual cash flow	732	867	726
Total carrying amount	661	784	665
Total carrying amount of Term Loans and Finance Leases	9,467	11,119	10,207
Gearing ratio ⁽¹⁾	0.30	0.26	0.18

Note:

- (1) Computed based on total interest-bearing borrowings over total shareholders' equity of our Group.

Our Group has not defaulted on payments of interest or principal sums on any of our borrowings throughout the FYE 31 October 2015 and up to the LPD.

Furthermore, our Group is not in breach of any terms and conditions or covenants associated with the credit arrangements or borrowings which can materially affect our Group's financial position and results or business operations.

12.5.4 Financial instruments

Financial instruments, from an accounting perspective, may include investments, short term funds, borrowings, trade and other receivables, amount due from and due to related companies, trade and other payables as shown on our consolidated statements of financial position. The abovementioned financial instruments are used in our Group's ordinary course of business.

As at the LPD, our Group does not use any financial instrument for hedging purposes.

12. FINANCIAL INFORMATION (cont'd)

12.5.5 Material commitments for capital expenditure

(i) Historical capital expenditures

The following sets out our capital expenditure incurred over the financial years / period indicated.

	FYE 31 October			From 1
	2013	2014	2015	November
	(RM'000)	(RM'000)	(RM'000)	2015 to LPD
				(RM'000)
Land and building	1,868	2,036	411	-
Motor vehicles	651	482	169	-
Outlets ⁽¹⁾	3,146	6,277	6,510	2,510
Head Office	1,025	544	717	13
Warehouse	1,795	-	-	13
Total	8,485	9,339	7,807	2,536

Note:

- (1) Being the expenditure related to the opening of new outlets and associated renovation costs, including the costs of refurbishment, replacement and addition of equipments, fittings and fixtures to aged outlets.

The majority of our capital expenditure relates to the expenses incurred to open new outlets, for which we incur expenses primarily relating to the design and renovations to the fit-out of the outlets. Such renovations include the design of the outlet layout, fitting-out according to design such as tiling, painting, installation of wall panels, glass panels, counter top, electrical fixtures and fittings.

Refurbishment costs are associated with the redesign, painting and replacement of old fixtures. The cost per outlet will depend on the layout, size and location of the outlets.

(ii) Planned capital expenditures

Our Group's planned capital commitments as at the LPD for new outlets and refurbishment of outlets amounted to RM639,000.

Other than the above, there are no material capital commitments incurred or known to be incurred by us that have not been provided for which, upon becoming enforceable, may have a material impact on our financial results or financial position.

We expect to meet our material commitments through our cash and cash equivalents on hand, as well as cash generated from future operations and funding from other financing activities (if required) as well as RM50.00 million from the proceeds from the Public Issue.

12. FINANCIAL INFORMATION (cont'd)**12.5.6 Operating lease commitments**

Our non-cancellable lease commitments in respect of rental of premises that are mostly our retail outlets are as follows:

	As at the LPD RM'000
Non-cancellable lease commitments	
- Not later than one year	15,399
- Later than one year but not later than 5 years	12,652
Total	28,051

12.5.7 Off-balance sheet arrangements

We do not have any off-balance sheet arrangements which are reasonably likely to have a material effect on our results of operations or our financial condition.

12.5.8 Material litigation

Neither our Company nor our subsidiaries and associate, in the 12 months immediately preceding the date of this Prospectus have been engaged in any governmental, legal, litigation or arbitration proceedings including those relating to bankruptcy, receivership or similar proceedings which may have or have had, material or significant effects on our financial position or profitability.

12.5.9 Contingent liabilities

As at the LPD, there are no contingent liabilities which, upon becoming enforceable, may have a material impact on our results of operations or financial condition.

12.5.10 Material acquisitions and divestitures

Save as disclosed in Section 15.6 of this Prospectus, there has not been any material acquisitions and divestitures undertaken by our Group for the FYEs 31 October 2013, 31 October 2014 and 31 October 2015.

12.5.11 Key financial ratios

The following table sets forth certain key financial ratios of our Group based on the consolidated financial statements of our Group for the financial years indicated:

	FYE 31 October		
	2013	2014	2015
Trade receivables turnover period (days)	65.4	15.8	67.8
Trade payables turnover period (days)	40.2	42.3	52.5
Inventory turnover period (days)	38.1	45.5	53.3
Current ratio (times)	1.49	1.40	1.55
Gearing ratio (times)	0.30	0.26	0.18

12. FINANCIAL INFORMATION (cont'd)

(i) Trade receivables turnover period

	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Trade receivables ⁽¹⁾	2,309	839	4,169
Revenue from sales incentives, rebates, rental of space, and advertising and promotional activities	12,884	19,351	22,459
Trade receivables turnover period (days) ⁽²⁾	65.4	15.8	67.8

Notes:

- (1) Closing trade receivables for the respective financial year.
- (2) Trade receivables multiplied by 365 days in the relevant period over total revenue from sales incentives, rebates, rental of space, and advertising and promotional activities.

Due to the nature of our trading terms, we invoice our suppliers for target incentives, sales rebates, volume discount, display incentives, prompt payment discount, Bison DC charges, rental of space and other advertising and promotional activities. We recognise certain incentives, discount or rebates based on a given set of criteria which had been fulfilled in accordance to our trading agreements. These are invoiced and will be set off against payments to these suppliers on the following month basis. For those incentives such as target incentives that is only recognised upon completion of a pre-determined period, our Group recognise such incentive only upon completion and fulfilment of the said criteria giving rise to the incentive being payable.

The amount outstanding in our trade receivables set out above are from such sales incentives, rebates, rental of space, and advertising and promotional activities that we charge to some of our suppliers and product principals. The terms for these receivables are based on our trading terms with suppliers and typically range from 30 days to 45 days after the invoice date.

The trade receivables as at 31 October 2013 and 31 October 2015 included those from tobacco product suppliers, which was subsequently received in November 2013 and November 2015, respectively. Excluding the amount received from tobacco product suppliers of RM1.77 million (as at 31 October 2013) and RM3.20 million (as at 31 October 2015), the Group's trade receivables turnover period would have been 15.4 days for the FYE 31 October 2013 and 15.7 days for the FYE 31 October 2015.

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12. FINANCIAL INFORMATION (cont'd)

(ii) Trade payables turnover period

	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Trade payables ⁽¹⁾	11,719	14,683	21,446
Total purchases ⁽²⁾	106,398	126,731	149,078
Trade payables turnover period (days) ⁽³⁾	40.2	42.3	52.5

Notes:

- (1) Closing trade payables for the respective financial year.
- (2) Total purchases are computed based on the cost of sales plus change in opening and closing in inventory for the period.
- (3) Trade payables multiplied by 365 days in the relevant period over total purchases.

Our trade payables are amounts owing to our suppliers in connection with our purchase of products and merchandise. The credit terms generally granted by our suppliers range from 30 to 90 days after the invoice date, except for tobacco products and print media, which credit terms range from 7 to 14 days and 30 to 150 days, respectively.

Our trade payables turnover period for the 3 FYEs 31 October 2013, 31 October 2014 and 31 October 2015 was within our Group's credit range.

(iii) Inventory turnover period

	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Inventories ⁽¹⁾	11,103	15,784	21,755
Total purchases ⁽²⁾	106,398	126,731	149,078
Inventory turnover period (days) ⁽³⁾	38.1	45.5	53.3

Notes:

- (1) Closing inventories for the respective financial year.
- (2) Total purchases are computed based on the cost of sales plus change in opening and closing in inventory for the period.
- (3) Inventories multiplied by 365 days in the relevant period over total purchases.

The inventory turnover period for the FYEs 31 October 2013 to 31 October 2015 had progressively increased due to the expansion in the number of our Group's outlets. The increase in the number of outlets had required our Group to hold higher inventories to support the wider network of outlets.

12. FINANCIAL INFORMATION (cont'd)

(iv) Current ratio

	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Current assets	36,797	38,858	51,190
Current liabilities	24,633	27,820	33,094
Current ratio (times) ⁽¹⁾	1.49	1.40	1.55

Note:

(1) Computed based on current assets over current liabilities.

The current ratio of 1.49 times for the FYE 31 October 2013 is due to the increase in:

- (i) trade receivables from tobacco products suppliers as described in Section 12.5.11(i) above;
- (ii) other receivables from higher security deposits paid for new tenancies;
- (iii) inventory from the expansion of outlets; and
- (iv) cash and bank balances.

The current ratio reduced marginally for the FYE 31 October 2014 as compared to the FYE 31 October 2013 due to the increase in trade and other payables compared to previous financial year.

The higher current ratio of 1.55 times in the FYE 31 October 2015 as compared to the previous financial year was due to the increase in:

- (i) inventory from the expansion of outlets;
- (ii) trade receivables from tobacco products suppliers as described in Section 12.5.11(i) above; and
- (iii) other receivables due to increase in deposits and from higher security deposits paid for new tenancies, prepayments relating to listing expenses and others.

(v) Gearing ratio

	FYE 31 October		
	2013	2014	2015
	(RM'000)	(RM'000)	(RM'000)
Total borrowings	9,467	11,119	10,207
Shareholders' equity	31,943	42,489	55,499
Gearing ratio ⁽¹⁾	0.30	0.26	0.18

Note:

(1) Computed based on total interest-bearing borrowings over total shareholders' equity of our Group.

12. FINANCIAL INFORMATION (cont'd)

Our gearing ratio decreased from 0.30 times as at 31 October 2013 to 0.26 times as at 31 October 2014 due to the partial repayment of our borrowings, including the increase of our shareholders' equity from the revaluation of our properties under revaluation reserves.

Our gearing ratio decreased further from 0.26 times as at 31 October 2014 to 0.18 times as at 31 October 2015 due to further repayment of our borrowings, and the increase of our retained earnings for the FYE 31 October 2015.

(vi) Aging analysis

Trade receivables

Our Group's trade receivables as at 31 October 2015 stood at RM4.17 million and the following table sets out the ageing of our trade receivables:

	Within credit terms	Not more than 30 days overdue	Between 31 to 90 days overdue	More than 90 days overdue
Trade receivables (RM'mil)	RM3.77	RM0.10	RM0.16	RM0.14
% of total receivables	90.4%	2.4%	3.8%	3.4%

As at the LPD, save for RM68,530, all the overdue receivables above have been fully received.

Trade payables

Our Group's trade payables as at 31 October 2015 stood at RM21.45 million and the following table sets out the ageing of our trade payables:

	Within credit terms	Not more than 30 days overdue	Between 31 to 90 days overdue	More than 90 days overdue
Trade payables (RM'mil)	RM15.69	RM3.59	RM0.81	RM1.36
% of total payables	73.2%	16.7%	3.8%	6.3%

The outstanding trade payables which are beyond credit terms above comprise of payments which have been delayed pending clearance of discrepancies, especially for periodicals (print media) with monthly overdue returns that need to be reconciled before settlement of any outstanding amount.

As at the LPD, save for RM134,215, all the overdue amounts indicated above have been fully settled.

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12. FINANCIAL INFORMATION (cont'd)**12.5.12 Financial risk management objectives and policies**

We are exposed to certain financial risks that arise in our normal course of business, such as credit risk, liquidity risk and market risk. We have implemented risk management policies and guidelines that set out our tolerance for risk and our general risk management philosophy. Accordingly, we have established a framework and process to monitor the exposures to implement appropriate measures in a timely and effective manner.

(i) Credit risk

Credit risk may arise from the default of a counter party on trade and sundry receivables and also financial institutions in which we placed our financial assets. To mitigate the risk of a counterparty default, we monitor the receivables balances on an ongoing basis to ensure they are within the prescribed limits. In term of financial assets, we spread our risks by dealing with a few parties who are highly credit rated as well. The total credit risk that we are exposed is the carrying amount of financial assets at the end of each reporting period in our statements of financial position.

(ii) Liquidity risk

Liquidity risk may arise if we are unable to settle our financial obligations when they are due and the mismatch of our trade payables and trade receivables. We manage this risk by varying the maturities of our borrowings through long term and short term borrowings to balance between the costs of borrowings and liquidity position.

(iii) Market risk

Market risk may arise if the prices of our inventory increase due to the fluctuation or depreciation of our currency which might result in an increase in the costs of goods and we might not be able to pass on to our customers. Other market risk may also arise due to the global increase in commodity prices which will indirectly flow through to the final cost of goods that we sell through our outlets. We try to manage this risk by making sure that our inventories are sourced from local production to lower costs as much as possible to mitigate the risks associated with fluctuation in our currency and commodity price increase.

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12. FINANCIAL INFORMATION (cont'd)

12.6 Capitalisation and indebtedness

The table below sets out the deposits, cash and bank balances as well as capitalisation and indebtedness of our Group based on the unaudited consolidated statements of financial position of our Group as at 31 January 2016 and on a pro forma basis, giving effect to the completion of our IPO and the utilisation of proceeds having occurred on 31 January 2016. The pro forma financial information below does not represent our Group's actual capitalisation and indebtedness as at 31 January 2016 and is provided for illustration purposes only.

	Unaudited Consolidated Financial Statements	Pro forma
	31 January 2016	After IPO and utilisation of proceeds
	(RM'000)	(RM'000)
Cash and cash equivalents⁽¹⁾	7,330	39,562⁽²⁾
Indebtedness		
Short term borrowings		
- Term loans (secured)	1,283	1,283
- Finance lease liabilities (secured)	216	216
	1,499	1,499
Long term borrowings		
- Term loans (secured)	7,949	7,949
- Finance lease liabilities (secured)	389	389
	8,338	8,338
Total indebtedness⁽³⁾	9,837	9,837
Total shareholders' equity / capitalisation	61,270	143,502
Total capitalisation and indebtedness	71,107	153,339
Gearing ratio (times) ⁽⁴⁾	0.16	0.07

Notes:

- (1) Cash and cash equivalents comprise of short term deposits with licensed banks, cash and bank balances less short term deposits pledged to licensed banks.
- (2) Comprised adjustments for gross proceeds from our Public Issue of RM88.68 million less utilisation for capital expenditure of RM50.00 million and estimated listing expenses of RM6.45 million.
- (3) Total indebtedness includes short term and long term borrowings.
- (4) Computed based on total indebtedness (as computed in note (3) above) divided by total shareholders' equity.

12. FINANCIAL INFORMATION *(cont'd)*

12.7 Treasury policies

We have been financing our operations and growth through a combination of cash generated from operations, share capital and credit from suppliers. In addition, our external sources of funds comprise mainly secured long term and short term bank borrowings. Details of our borrowings are set out in Section 12.5.3 of this Prospectus.

We have short term and long term bank borrowings facilities available to our Group. Our short term bank borrowings comprise mainly hire purchases, term loans and trade facilities which are used mainly to finance working capital, purchases and to defray other expenses such as staff salaries and allowances, sales and marketing expenses, purchase and upkeep of equipment, transportation and travelling expenses. The interest rates for our short term bank borrowings are based on the prevailing base financing rate or cost of fund plus a margin agreed upon by our bankers when the respective loans / financings were granted.

Our long term bank borrowings are mainly hire purchases and term loans, obtained to finance capital expenditure. The interest rates for our long term bank borrowings are based on the prevailing base financing rate or cost of fund plus a margin agreed upon by our bankers when the respective loans / financings were granted.

Our Group does not generally hedge interest rate risks. Hedging of risks through the use of financial instruments may be adopted should its use result in significant cost savings. It is the policy of our Group to seek the most competitive interest rates from the various financial institutions.

Our Group operates wholly within Malaysia and we conduct our operations in RM. As such, our Group is not exposed to foreign exchange risk. Accordingly, we do not have any hedging policies and we have not entered into any forward contracts in respect of any foreign exchange exposure. Our cash and cash equivalents are maintained in RM.

12.8 Inflation

Our Group is of the view that the current inflation rate does not have a material impact on our business, financial condition or results of our operation. However, any significant increase in future inflation rate may adversely affect our Group's operations and performance insofar we are unable to pass on the higher cost to our customers through increased selling prices or other fees charged to our customers for services provided by our Group.

12.9 Government / economic / fiscal / monetary policies

Risks relating to government, economic, fiscal or monetary policies or factors which may materially affect our Group's operations, are set out in Section 5 of this Prospectus.

12.10 Order book

Due to the nature of our business which is primarily as a retailer of print media and convenience products, an order book is not applicable to us.

12.11 Prospects and trends

The results of our Group's operations for the FYE 31 October 2016 have so far been and/or are expected to be mainly influenced by the significant factors affecting our Group's operating and financial results as described in Section 12.3 of this Prospectus. Except as disclosed in Section 12, the IMR Report set out in Section 8 and the "Risk factors" set out in Section 5 of this Prospectus, our Directors confirm to the best of their knowledge and belief after due enquiry, there are no:

- (i) known trends, demands, commitments, events or uncertainties that have had or that we reasonably expect to have a material favourable or unfavourable impact on our financial performance, position and operations;

12. FINANCIAL INFORMATION *(cont'd)*

- (ii) material commitment for capital expenditure save as disclosed in Section 12.5.5 of this Prospectus;
- (iii) unusual, infrequent events or transactions or any significant economic changes that have materially affected our financial performance, position and operations;
- (iv) known trends, demands, commitments, events or uncertainties that had resulted in a material impact on our revenue and/or profits save for the future plans and strategies as set out in Section 7.3.4 of this Prospectus;
- (v) known trends, demands, commitments, events or uncertainties that are reasonably likely to make our historical financial statements not indicative of the future financial performance and position; and
- (vi) known trends, demands, commitments, events or uncertainties that have had or that we reasonably expect to have, a material favourable or unfavourable impact on our liquidity and capital resources.

12.12 Dividend policy

As we are a holding company, our Company's income, and therefore our ability to pay dividends, depends upon the dividends we receive from our subsidiaries. The payment of dividends by our subsidiaries will depend upon their distributable profits, operating results, financial condition, capital expenditure plans and other factors that their respective boards of directors deem relevant.

Presently, our Company does not have any formal dividend policy. However, it is the intention of our Board to allow our shareholders to participate in the profits of our Group, as well as to retain adequate reserves for our future growth. For the past 3 FYEs 31 October 2013, 31 October 2014 and 31 October 2015, our Group had declared and distributed dividends amounting to RM6.70 million, RM10.92 million (including dividends-in-specie of RM5.92 million) and RM0.50 million respectively.

When recommending the actual dividends for approval by shareholders or when declaring any interim dividends, our Board will consider, amongst others:

- (i) our anticipated future operating conditions as well as future expansion, capital expenditure and investment plans;
- (ii) our operating cash flow requirements and financing commitments;
- (iii) our expected financial performance including return on equity and retained earnings;
- (iv) the availability of adequate reserves and cash flows;
- (v) any restrictive covenants contained in our current and future financing arrangements; and
- (vi) any material impact of tax laws and regulatory requirements.

However, investors should note that the intention to recommend dividends mentioned above should not be treated as a legally binding obligation on our Company to do so. Any declaration and payment of dividends in the future will be at the discretion of our Board and any final dividends proposed are subject to our shareholders' approval. There is no assurance on whether the dividend distributions will occur as intended, the amount of dividend payment or timing of such payments. No inference should or can be made from any of the statements above as to our actual future profitability or our ability to pay dividends in the future.

12. FINANCIAL INFORMATION (cont'd)

12.13 Pro forma consolidated statements of financial position

Presented below are the consolidated statements of financial position of our Group as at 31 October 2015 based on the following:

- (i) The audited consolidated statements of financial position of our Group as at 31 October 2015 as presented in the Accountants' Report in Section 13 of this Prospectus; and
- (ii) On a pro forma basis, giving effect to the completion of our IPO and Public Issue with the receipt of a gross proceeds of RM88.68 million based on the Institutional Price and the Final Retail Price of RM1.10 per IPO Share and the utilisation of such proceeds as described under Section 12.14 of this Prospectus, as if all such transactions had occurred on 31 October 2015.

The pro forma consolidated statements of financial position has been prepared on the basis set out in the notes in Section 12.14 of this Prospectus, using our audited consolidated statements of financial position prepared in accordance with MFRS and IFRS, and in the manner consistent with both the format of the financial statements and the accounting policies of our Group.

The pro forma consolidated statements of financial position should be read in conjunction with the Reporting Accountants' letter as set forth in Section 12.14 of this Prospectus.

	Audited Consolidated Financial Statements	Pro forma
	31 October 2015	After IPO and utilisation of proceeds
	(RM'000)	(RM'000)
Non-Current Assets		
PPE	46,679	96,679
Intangible asset	6	6
Investment in associate	1,568	1,568
Other investment	5	5
Total non-current assets	48,258	98,258
Current Assets		
Inventories	21,755	21,755
Trade receivables	4,169	4,169
Other receivables	16,989	16,989
Amount due from associate	1,244	1,244
Amount due from related parties	1	1
Tax recoverable	16	16
Short term deposits with licensed banks	925	925
Cash and bank balances	6,092	38,324
Total current assets	51,191	83,423
TOTAL ASSETS	99,449	181,681
Equity		
Share capital	45,890	62,014
Share premium	-	67,780
Retained earnings	47,000	45,328
Revaluation reserve	8,561	8,561

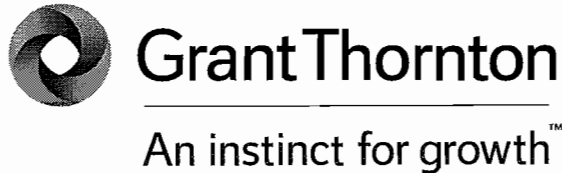
12. FINANCIAL INFORMATION (cont'd)

	Audited Consolidated Financial Statements	Pro forma
	31 October 2015	After IPO and utilisation of proceeds
	(RM'000)	(RM'000)
Merger deficit	(45,952)	(45,952)
Total equity	55,499	137,731
Non-current liabilities		
Bank borrowings	8,276	8,276
Finance lease liabilities	471	471
Deferred tax liabilities	2,108	2,108
Total non-current liabilities	10,855	10,855
Current liabilities		
Trade payables	21,446	21,446
Other payables	9,600	9,600
Amount due to related parties	131	131
Amount due to a director	5	5
Bank borrowings	1,266	1,266
Finance lease liabilities	194	194
Tax payables	453	453
Total current liabilities	33,095	33,095
TOTAL LIABILITIES	43,950	43,950
TOTAL EQUITY AND LIABILITIES	99,449	181,681
Number of ordinary shares ('000)	229,450	310,070
NTA (RM'000)	55,493	137,725
NTA per ordinary share (RM)	0.24	0.44

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12. FINANCIAL INFORMATION (cont'd)

12.14 Reporting Accountants' letter on the pro forma consolidated statements of financial position



REPORTING ACCOUNTANTS' LETTER ON THE PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Prepared for inclusion in the Prospectus)

22 February 2016

The Board of Directors
BISON CONSOLIDATED BERHAD
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Dear Sirs,

BISON CONSOLIDATED BERHAD ("BISON" or "THE COMPANY") AND ITS SUBSIDIARIES ("BISON GROUP" or "THE GROUP")
PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

We have reviewed the Pro forma Consolidated Statements of Financial Position of the Bison Group as at 31 October 2015, together with the notes and assumptions thereto, as set out in the accompanying statements, which we have stamped for the purpose of identification, in connection with the initial public offering ("Public Issue") and the listing of and quotation for the entire enlarged issued and paid-up share capital of Bison on the Main Market of Bursa Malaysia Securities Berhad ("Bursa Securities"). The Pro forma Consolidated Statements of Financial Position have been prepared solely for the purpose of inclusion in the Prospectus ("Prospectus") to illustrate the impact of the events or transactions as set out in Note 3 to the Pro forma Consolidated Statements of Financial Position.

The Pro forma Consolidated Statements of Financial Position have been prepared for illustration purpose only and because of its nature, does not give a true picture of the Group's actual financial position had the transactions and events occurred on 31 October 2015. Further, such information does not purport to predict the Group's future financial position.

Directors' Responsibility for the Pro forma Consolidated Statements of Financial Position

It is the sole responsibility of the Directors of Bison to prepare the Pro forma Consolidated Statements of Financial Position in accordance with the requirements of the Prospectus Guidelines issued by the Securities Commission Malaysia ("Prospectus Guidelines") and on the basis set out in Note 1 of the Pro forma Consolidated Statements of Financial Position attached herein.

Reporting Accountants' Responsibilities

Our responsibility is to form an opinion as required by the Prospectus Guidelines on the Pro forma Consolidated Statements of Financial Position and our report is given to you solely for this, and no other purpose. We conducted our engagement in accordance with International Standard on Assurance Engagements (ISAE) 3420, Assurance Engagements to Report on the Compilation of Pro forma Financial Information included in a prospectus issued by the International Auditing and Assurance Standards Board. This standard requires that we comply with ethical requirements and plan and perform procedures to obtain reasonable assurance about whether the Directors of Bison have compiled the Pro forma Consolidated Statements of Financial Position on the basis of the applicable criteria.

12. FINANCIAL INFORMATION (cont'd)

**Reporting Accountants' Responsibilities (cont'd)**

In providing this opinion, we are not updating or refreshing any reports or opinions previously made by us on any financial information used in the compilation of the Pro forma Consolidated Statements of Financial Position, nor do we accept responsibility for such reports or opinions beyond that is owed to those to whom those reports or opinions were addressed by us at the date of their issue.

Our work, which involved no independent examination of any of the underlying financial information, is primarily to compare the Pro forma Consolidated Statements of Financial Position with the Audited Consolidated Statements of Financial Position, a summary of significant accounting policies and other explanatory notes of the Bison Group ("Audited Consolidated Financial Statements"), considering the evidence supporting the adjustments and discussing the Pro forma Consolidated Statements of Financial Position with the Directors of Bison.

Reporting Accountants' Opinion

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

In our opinion, the Pro forma Consolidated Statements of Financial Position together with the accompanying notes which are provided solely for illustration purpose only,

- (a) have been properly compiled on a basis of preparation as stated in the notes thereto and in a manner consistent with both the format of the financial statements and the accounting policies adopted by the Bison Group in the Audited Consolidated Financial Statements; and
- (b) the adjustments are appropriate for the purposes of the Pro forma Consolidated Statements of Financial Position.

This letter is not to be reproduced, referred to in any other document, or used or relied upon for any other purpose without our prior written consent.

Yours faithfully,

SJ GRANT THORNTON
NO. AF: 0737
CHARTERED ACCOUNTANTS

NG CHEE HOONG
Approval Number: 2278/10/16 (J)
Chartered Accountant

12. FINANCIAL INFORMATION (cont'd)

BISON CONSOLIDATED BERHAD AND ITS SUBSIDIARIES
(Company No: 1039846-T)
PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AND THE
NOTES THEREON

The Pro forma Consolidated Statements of Financial Position of the Bison Group as at 31 October 2015 as set out below are provided for illustrative purpose only to show the effects of the transactions and events as mentioned in Note 3 to the Pro forma Consolidated Statements of Financial Position on the assumption that these transactions and events were completed on 31 October 2015.

	<u>Note</u>	Audited Consolidated Financial Statements 31 October 2015 RM'000	Pro forma I RM'000	Pro forma II RM'000
ASSETS				
<u>Non-current assets</u>				
Property, plant and equipment	4	46,679	46,679	96,679
Intangible asset		6	6	6
Investment in associate		1,568	1,568	1,568
Other investments		5	5	5
Total non-current assets		48,258	48,258	98,258
<u>Current assets</u>				
Inventories		21,755	21,755	21,755
Trade receivables		4,169	4,169	4,169
Other receivables		16,989	16,989	16,989
Amount due from associate		1,244	1,244	1,244
Amount due from related parties		1	1	1
Tax recoverable		16	16	16
Short term deposits with licensed banks		925	925	925
Cash and bank balances	5	6,092	94,774	38,324
Total current assets		51,191	139,873	83,423
TOTAL ASSETS		99,449	188,131	181,681

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12. FINANCIAL INFORMATION (cont'd)

BISON CONSOLIDATED BERHAD AND ITS SUBSIDIARIES

(Company No: 1039846-T)

PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AND THE NOTES THEREON (Cont'd)

	<u>Note</u>	Audited Consolidated Financial Statements 31 October 2015 RM'000	Pro forma I RM'000	Pro forma II RM'000
EQUITY AND LIABILITIES				
<u>Equity</u>				
Share capital	6	45,890	62,014	62,014
Share premium	7	-	72,558	67,780
Retained earnings	8	47,000	47,000	45,328
Revaluation reserve		8,561	8,561	8,561
Merger deficit		(45,952)	(45,952)	(45,952)
Total equity		55,499	144,181	137,731
<u>Non-current liabilities</u>				
Bank borrowings		8,276	8,276	8,276
Finance lease liabilities		471	471	471
Deferred tax liabilities		2,108	2,108	2,108
Total non-current liabilities		10,855	10,855	10,855

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12. FINANCIAL INFORMATION (cont'd)

BISON CONSOLIDATED BERHAD AND ITS SUBSIDIARIES

(Company No: 1039846-T)

PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AND THE NOTES THEREON (Cont'd)

	<u>Note</u>	Audited Consolidated Financial Statements 31 October		
		2015 RM'000	Pro forma I RM'000	Pro forma II RM'000
<u>Current liabilities</u>				
Trade payables		21,446	21,446	21,446
Other payables		9,600	9,600	9,600
Amount due to related parties		131	131	131
Amount due to a director		5	5	5
Bank borrowings		1,266	1,266	1,266
Finance lease liabilities		194	194	194
Tax payable		453	453	453
Total current liabilities		33,095	33,095	33,095
Total liabilities		43,950	43,950	43,950
TOTAL EQUITY AND LIABILITIES		99,449	188,131	181,681
No. of ordinary shares in issue ('000)		229,450	310,070	310,070
Net Tangible Assets ('NTA) (RM'000)		55,493	144,175	137,725
NTA per share (RM)		0.24	0.46	0.44

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12. FINANCIAL INFORMATION (cont'd)

BISON CONSOLIDATED BERHAD AND ITS SUBSIDIARIES

(Company No: 1039846-T)

NOTES TO THE PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

1. The Pro forma Consolidated Statements of Financial Position have been prepared based on the Audited Consolidated Financial Statements of the Bison Consolidated Berhad ("Bison" or "the Company") and its subsidiaries ("Bison Group" or the "Group") as at 31 October 2015 in accordance with the Malaysian Financial Reporting Standards ("MFRS") and International Financial Reporting Standards ("IFRS"), and in a manner consistent with both the format of the financial statements and accounting policies of the Bison Group.
2. The Pro forma Consolidated Statements of Financial Position as at 31 October 2015 have been prepared for illustrative purpose only to illustrate transactions and events as set out in Note 3 below and because of its nature, does not give a true picture of the Bison Group's actual financial position had the transactions and events occurred on 31 October 2015. Further, such information does not purport to predict the Group's future financial position.
3. The Pro forma Consolidated Statements of Financial Position together with notes thereon, have been prepared based on accounting principles and bases consistent with those adopted in the preparation of the Audited Consolidated Financial Statements of the Bison Group to illustrate the Consolidated Statements of Financial Position of the Bison Group assuming that all the transactions and events mentioned below had taken place on 31 October 2015:

(a) Pro forma I: Public Issue

The Company proposes to undertake an initial public issue of 80,620,000 new ordinary shares of RM0.20 each in Bison ("Shares"), representing 26% of the enlarged issued and paid-up share capital of Bison, at the retail price of RM1.10 per Share, payable in full on application.

The new Shares will be allocated and allotted in the following manner:-

(i) Malaysian institutional and selected investors

31,306,500 new Shares, representing approximately 10.1% of the enlarged issued and paid-up share capital, to be allocated to Malaysian institutional and selected investors.

(ii) Bumiputera institutional and selected investors

31,010,000 new Shares, representing approximately 10.0% of the enlarged issued and paid-up share capital, to be allocated to Bumiputera institutional and selected investors approved by the Ministry of International Trade and Industry of Malaysia.

(iii) Malaysian Public

15,503,500 new Shares, representing approximately 5.0% of the enlarged issued and paid-up share capital, to be made available for application by the Malaysian Public via balloting, of which 50% are reserved for subscription by Bumiputera public.

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12. FINANCIAL INFORMATION (cont'd)

BISON CONSOLIDATED BERHAD AND ITS SUBSIDIARIES

(Company No: 1039846-T)

NOTES TO THE PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (CONT'D)

3. (cont'd)

(a) **Pro forma I: Public Issue (cont'd)**

- (iv) Eligible directors, eligible employees and persons who have contributed to the success of the Group ("Eligible Persons")

2,800,000 new Shares, representing approximately 0.9% of the enlarged issued and paid-up share capital, to be made available to Eligible Persons.

Upon completion of the listing, the issued and paid-up share capital of the Company will increase to RM62,014,000, comprising 310,070,000 Shares.

Upon completion of the listing, the Company has only one class of shares, namely ordinary shares of RM0.20 each. The listing Shares, upon allotment and issuance, will rank pari passu or equally in all respects with our existing Shares including voting rights, and will be entitled to all dividends, rights and distributions that may be declared subsequent to the date of allotment of the listing Shares, subject to any applicable rules of Bursa Malaysia Depository Sdn Bhd.

(b) **Pro forma II: Utilisation of Proceeds**

The gross proceeds arising from the Public Issue amounting to RM88,682,000 are expected to be fully utilised for the core business of the Bison Group in the following manner:-

	RM'000	%
Capital expenditure	50,000	56.38
Working capital	32,232	36.35
Estimated listing expenses	6,450	7.27
	88,682	100.00

The estimated listing expenses of approximately RM6.45 million will be allocated to both the issuance of new Shares and the stock market listing on a rational and consistent basis to be set off against the share premium account and charged out to statement of profit or loss and other comprehensive income as expenses as follows:

	RM'000
Share premium	4,778
Statement of profit or loss and other comprehensive income	1,672
	6,450

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12. FINANCIAL INFORMATION (cont'd)

BISON CONSOLIDATED BERHAD AND ITS SUBSIDIARIES

(Company No: 1039846-T)

NOTES TO THE PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (CONT'D)4. **PROPERTY, PLANT AND EQUIPMENT**

The movements of property, plant and equipment of the Bison Group are as follows:-

	RM'000
Balance as per Audited Consolidated Financial Statements/ Pro forma I	46,679
Additions	<u>50,000</u>
As Per Pro forma II	<u><u>96,679</u></u>

5. **CASH AND BANK BALANCES**

The movements in cash and bank balances of Bison Group are as follows:-

	RM'000
Balance as per Audited Consolidated Financial Statements	6,092
Proceeds from Public Issue	<u>88,682</u>
As Per Pro forma I	94,774
Less:	
Utilisation of proceeds	
-Property, plant and equipment	(50,000)
-Estimated listing expenses	<u>(6,450)</u>
As Per Pro forma II	<u><u>38,324</u></u>

6. **SHARE CAPITAL**

The movements in share capital of Bison Group are as follows:-

	Number of ordinary shares ' 000	Share capital RM'000
As per Audited Consolidated Financial Statements	229,450	45,890
Public issue	<u>80,620</u>	<u>16,124</u>
As Per Pro forma I and II	<u><u>310,070</u></u>	<u><u>62,014</u></u>

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12. FINANCIAL INFORMATION (cont'd)

BISON CONSOLIDATED BERHAD AND ITS SUBSIDIARIES

(Company No: 1039846-T)

NOTES TO THE PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (CONT'D)

7. SHARE PREMIUM

The movements in share premium of Bison Group are as follows:-

	RM'000
Balance as per Audited Consolidated Financial Statements	-
Public Issue	72,558
As per Pro forma I	72,558
Less:	
-Set off of estimated listing expenses	(4,778)
As per Pro forma II	67,780

8. RETAINED EARNINGS

The movements in retained earnings of Bison Group are as follows:-

	RM'000
Balance as per Audited Consolidated Financial Statements/Pro forma I	47,000
Less:	
-Estimated listing expenses	(1,672)
As per Pro forma II	45,328

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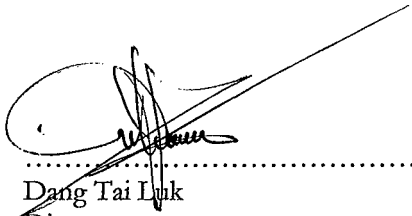
12. FINANCIAL INFORMATION (cont'd)

BISON CONSOLIDATED BERHAD AND ITS SUBSIDIARIES
(Company No: 1039846-T)

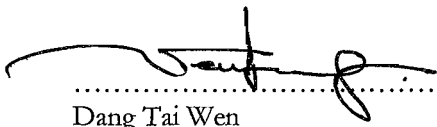
APPROVAL BY BOARD OF DIRECTORS

Approved and adopted by the Board of Directors of Bison in accordance with its resolution dated 22 February 2016.

On behalf of the Board



.....
Dang Tai Luk
Director



.....
Dang Tai Wen
Director

Kuala Lumpur
22 February 2016

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22 FEB 2016
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13. ACCOUNTANTS' REPORT



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Date: 22 February 2016

The Board of Directors
Bison Consolidated Berhad
258-259, Jalan KIP 4
KIP Industrial Park
52200 Kuala Lumpur

Dear Sirs,

**ACCOUNTANTS' REPORT
BISON CONSOLIDATED BERHAD
AND ITS SUBSIDIARIES**

SJ Grant Thornton (AF:0737)

Level 11 Sheraton Imperial Court
Jalan Sultan Ismail
50250 Kuala Lumpur, Malaysia

T +603 2692 4022
F +603 2691 5229
www.gt.com.my

We set out below our report on the Financial Information of Bison Consolidated Berhad ("Bison" or the "Company") and its subsidiaries (collectively the "Group") which comprise the Consolidated Statements of Financial Position as at 31 October 2013, 2014 and 2015, Consolidated Statements of Profit or Loss and Other Comprehensive Income, Consolidated Statement of Changes in Equity and Consolidated Statements of Cash Flows of the Group ("Financial Information") for the financial years ended ("FYE") 31 October 2013, 2014 and 2015 ("the Relevant Period"), and a summary of significant accounting policies and other explanatory notes in connection with the initial public offering and the listing of and quotation for the entire enlarged issued and paid-up share capital of Bison on the Main Market of Bursa Malaysia Securities Berhad. The Financial Information have been prepared solely for the purpose of inclusion in the Prospectus.

The Financial Information have been prepared in accordance with the Malaysian Financial Reporting Standards ("MFRS") and International Financial Reporting Standards ("IFRS") on the basis set out in Note 4.1.1 of this report.

Directors' responsibility

The Directors of the Company are responsible for the preparation and the true and fair presentation of the Financial Information in accordance with MFRS and IFRS. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and the true and fair presentation of the Financial Information that are free from material misstatements, whether due to fraud or error, selecting and applying appropriate accounting policies, and making accounting estimates that are reasonable in the circumstances.

Reporting accountant's responsibility

For the Financial Information for the Relevant Periods, our responsibility is to express an opinion on the Financial Information based on our examination and to report our opinion to you. We have carried out independent audit procedures on the Financial Information for the Relevant Periods in accordance with approved standards on auditing in Malaysia and have examined the Financial Information and carried out additional procedures as are necessary.

13. ACCOUNTANTS' REPORT (cont'd)

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Opinion on Financial Information

In our opinion, the Financial Information for the FYE 31 October 2013, 2014 and 2015, give a true and fair view, in all material respects, of the consolidated financial position of the Group as at 31 October 2013, 2014 and 2015 and of the Group's consolidated results and cash flows for the financial years then ended in accordance with MFRS and IFRS.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'SJ Grant Thornton'.

SJ GRANT THORNTON
(NO. AF: 0737)
CHARTERED ACCOUNTANTS

A handwritten signature in black ink, appearing to read 'Ng Chee Hoong'.

NG CHEE HOONG
(NO: 2278/10/16(J))
CHARTERED ACCOUNTANT

13. ACCOUNTANTS' REPORT (cont'd)



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1. FINANCIAL INFORMATION

1.1. Consolidated Statements of Financial Position

	Note	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
ASSETS				
<u>Non-current assets</u>				
Property, plant and equipment	5	28,728,429	42,732,489	46,679,086
Intangible asset	6	7,400	6,600	5,800
Investment property	7	346,849	-	-
Investment in associates	8	36,264	340,446	1,568,038
Other investments	9	5,192	5,192	5,192
Total non-current assets		29,124,134	43,084,727	48,258,116
<u>Current assets</u>				
Inventories	10	11,102,923	15,783,534	21,754,668
Trade receivables	11	2,309,452	839,327	4,169,387
Other receivables	12	8,493,463	11,792,026	16,988,702
Amount due from associates	13	4,810,440	1,715,467	1,243,628
Amount due from related parties	14	620,283	4,385	1,394
Tax recoverable		17,334	39,216	15,801
Short-term deposits with licensed banks	15	632,155	924,506	924,506
Cash and bank balances		8,810,872	7,759,444	6,091,597
Total current assets		36,796,922	38,857,905	51,189,683
Total Assets		65,921,056	81,942,632	99,447,799

13. ACCOUNTANTS' REPORT (cont'd)



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1. FINANCIAL INFORMATION (CONT'D)

1.1. Consolidated Statements of Financial Position (cont'd)

	Note	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
EQUITY AND LIABILITIES				
EQUITY				
Share capital	16	2,190,005	2,190,005	45,890,000
Retained earnings		32,005,470	33,989,985	46,999,733
Revaluation reserve	17	-	8,560,640	8,560,640
Merger deficit	18	(2,252,000)	(2,252,000)	(45,951,995)
Total equity		31,943,475	42,488,630	55,498,378
LIABILITY				
Non-current liabilities				
Amount due to a Director	19	-	5,426	-
Bank borrowings	20	7,820,521	9,113,722	8,276,323
Finance lease liabilities	21	453,790	554,808	470,908
Deferred tax liabilities	22	1,069,999	1,960,377	2,107,965
Total non-current liabilities		9,344,310	11,634,333	10,855,196
Current liabilities				
Trade payables	23	11,719,454	14,682,637	21,446,386
Other payables	24	8,973,736	10,545,730	9,598,960
Amount due to related parties	25	1,851,593	167,842	130,774
Amount due to a Director	19	67,821	331,249	5,426
Bank borrowings	20	985,066	1,221,043	1,266,447
Finance lease liabilities	21	206,935	229,226	193,614
Tax payable		828,666	641,942	452,618
Total current liabilities		24,633,271	27,819,669	33,094,225
Total liabilities		33,977,581	39,454,002	43,949,421
Total equity and liabilities		65,921,056	81,942,632	99,447,799
Net tangible assets ("NTA") (RM)		31,936,075	42,482,030	55,492,578
Number of ordinary shares		2,190,005	2,190,005	229,450,000
NTA per share (RM)		14.58	19.40	0.24
Gearing ratio		0.30	0.26	0.18

13. ACCOUNTANTS' REPORT (cont'd)



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1. FINANCIAL INFORMATION (CONT'D)

1.2. Consolidated Statements of Profit or Loss and Other Comprehensive Income

	Note	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Revenue	26	157,961,872	182,408,918	217,546,261
Cost of sales		(105,312,729)	(122,049,969)	(143,107,085)
Gross profit		52,649,143	60,358,949	74,439,176
Gain/(loss) on disposal of property, plant and equipment		6,156,168	80,597	(8,239)
Other income		367,927	512,493	489,825
Administration expenses		(34,660,117)	(41,396,578)	(53,523,281)
Other expenses		(2,313,953)	(2,975,880)	(3,845,475)
Finance costs		(596,278)	(602,113)	(577,471)
Share of profit of associates		36,260	301,852	727,593
Profit before tax	27	21,639,150	16,279,320	17,702,128
Tax expense	28	(3,784,195)	(3,849,762)	(4,192,380)
Net profit for the financial year		17,854,955	12,429,558	13,509,748
Other comprehensive income, net of tax				
<i>Items that will not be reclassified subsequently to profit or loss:-</i>				
Revaluation of land and buildings		-	9,488,791	-
Crystallisation of revaluation reserve		-	(477,151)	-
Tax effect on item that will not be reclassified to profit or loss	28	-	(451,000)	-
Transfer to retained earnings	17	-	8,560,640	-
		-	477,151	-
Total other comprehensive income		-	9,037,791	-
Total comprehensive income for the financial year		17,854,955	21,467,349	13,509,748

13. ACCOUNTANTS' REPORT (cont'd)



1. FINANCIAL INFORMATION (CONT'D)

1.2. Consolidated Statements of Profit or Loss and Other Comprehensive Income (cont'd)

	FYE 31.10.2013	FYE 31.10.2014	FYE 31.10.2015
Gross profit margin (%)	33.33	33.09	34.22
Pre-tax profit margin (%)	13.70	8.92	8.14
Profit after tax margin (%)	11.30	6.81	6.21
Effective tax rate (%)	17.49	23.65	23.68
Profit before tax per share (RM)	9.88	7.43	0.08
Net profit per share (RM)	8.15	5.68	0.06
Comprehensive income per share (RM)	8.15	9.80	0.06
Dividend per share (RM)	3.06	4.99	*
Dividend rate (%)	37.52	87.87	3.70
Illustrative dividend per share based on enlarged paid up share capital (RM) (Note 1)	0.03	0.05	*

* Represents RM0.0022

Notes:-

- (1) Illustrative dividend per share for the FYE 31 October 2013, 2014 and 2015 is computed based on the dividends declared and distributed (including dividends in-specie) for the Relevant Periods over the Company's existing 229,450,000 ordinary shares of RM0.20 each (prior to the public issue) to provide an illustration of the dividend per share on the assumption that the current Group structure was in existence during the Relevant Periods.
- (2) There were no exceptional or extraordinary items in the financial years under review.

13. ACCOUNTANTS' REPORT (cont'd)



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1. FINANCIAL INFORMATION (CONT'D)

1.3. Consolidated Statements of Changes in Equity

	Non-Distributable			Distributable		Total Equity RM
	Share capital RM	Revaluation reserve RM	Merger Deficit RM	Retained earnings RM		
Balance as at 1 November 2012	2,190,003	-	(2,252,000)	20,850,515		20,788,518
Total comprehensive income for the financial year	-	-	-	17,854,955		17,854,955
<i>Transactions with owners</i>						
Issuance of subscribers' shares	2	-	-	-	2	2
Dividend (Note 29)	-	-	-	(6,700,000)	(6,700,000)	(6,700,000)
Balance as at 31 October 2013	2,190,005	-	(2,252,000)	32,005,470		31,943,475
Total other comprehensive income for the financial year	-	8,560,640	-	477,151		9,037,791
Profit for the financial year	-	-	-	12,429,558		12,429,558
<i>Transactions with owners</i>						
Dividend (Note 29)	-	-	-	(10,922,194)	(10,922,194)	(10,922,194)
Balance as at 31 October 2014 carried forward	2,190,005	8,560,640	(2,252,000)	33,989,985		42,488,630

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13. ACCOUNTANTS' REPORT (cont'd)



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1. FINANCIAL INFORMATION (CONT'D)

1.3. Consolidated Statements of Changes in Equity (cont'd)

	Non-Distributable			Distributable		Total Equity RM
	Share capital RM	Revaluation reserve RM	Merger Deficit RM	Retained earnings RM		
Balance as at 31 October 2014 brought forward	2,190,005	8,560,640	(2,252,000)	33,989,985		42,488,630
Adjustment pursuant to acquisitions	(2,190,003)	-	-	-		(2,190,003)
Issued pursuant to acquisitions	45,889,998	-	-	-		45,889,998
Effect on merger of subsidiaries	-	-	(43,699,995)	-		(43,699,995)
Total comprehensive income for the financial year	-	-	-	13,509,748		13,509,748
<i>Transactions with owners</i> Dividend (Note 29)	-	-	-	(500,000)		(500,000)
Balance as at 31 October 2015	45,890,000	8,560,640	(45,951,995)	46,999,733		55,498,378

13. ACCOUNTANTS' REPORT (cont'd)


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1. FINANCIAL INFORMATION (CONT'D)

1.4. Consolidated Statements of Cash Flows

	Note	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax		21,639,150	16,279,320	17,702,128
<i>Adjustments for:-</i>				
Depreciation of property, plant and equipment		2,133,239	2,729,847	3,591,764
Amortisation of intangible asset		600	800	800
Amortisation of investment property		2,408	-	-
(Gain)/Loss on disposal of properties, plant and equipment		(6,156,326)	(80,599)	8,239
Interest expense		596,278	602,113	577,471
Dividend income from quoted shares		(273)	(445)	(484)
Share of profit of associates		(36,260)	(301,852)	(727,593)
Property, plant and equipment written off		193,061	235,291	252,908
Interest income		(162,954)	(190,207)	(121,010)
Bad debts written off		-	10,062	-
Gain on disposal of investment in associate		-	(2,333)	-
Operating profit before working capital changes		18,208,923	19,281,997	21,284,223
Increase in inventories		(1,085,657)	(4,680,611)	(5,971,134)
Decrease in amount due from Directors		1,563,649	-	-
Increase/(decrease) in amount due to Directors		67,821	268,854	(331,249)
(Decrease)/increase in payables		(610,875)	4,535,178	5,816,979
Increase in receivables		(3,662,758)	(1,838,500)	(8,526,736)
(Increase)/decrease in amount due from associates		(4,163,926)	(655,027)	471,839
Decrease in amount due from related parties		2,027,945	615,898	2,991
Increase/(decrease) in amount due to related parties		834,109	(1,683,751)	(37,068)
Cash generated from operations carried forward		13,179,231	15,844,038	12,709,845

13. ACCOUNTANTS' REPORT (cont'd)



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1. FINANCIAL INFORMATION (CONT'D)

1.4. Consolidated Statements of Cash Flows (cont'd)

	Note	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Cash generated from operations brought forward		13,179,231	15,844,038	12,709,845
Tax paid		(3,863,388)	(3,627,917)	(4,232,421)
Tax refunded		10,200	8,927	21,720
Net cash from operating activities		9,326,043	12,225,048	8,499,144
CASH FLOWS FROM INVESTING ACTIVITIES				
Dividend income from quoted shares		273	445	484
Proceeds from disposal of property, plant and equipment		9,142,348	113,144	7,767
Purchase of property, plant and equipment	30	(8,067,453)	(8,998,298)	(7,688,275)
Interest income		162,954	190,207	121,010
Investment in an associate		(3)	-	(499,999)
Proceeds from disposal of an associate		-	3	-
Placement of fixed deposits		(200,000)	(70,000)	-
Net cash from/(used in) investing activities		1,038,119	(8,764,499)	(8,059,013)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from issuance of shares		2	-	-
Interest paid		(596,278)	(602,113)	(577,471)
Repayment of finance lease liabilities		(223,766)	(216,691)	(238,512)
(Repayment)/Drawdown of term loans		(2,440,088)	1,529,178	(791,995)
Dividend paid		(6,700,000)	(5,000,000)	(500,000)
Net cash used in financing activities		(9,960,130)	(4,289,626)	(2,107,978)
CASH AND CASH EQUIVALENTS				
Net increase/(decrease)		404,032	(829,077)	(1,667,847)
Brought forward		8,511,495	8,915,527	8,086,450
Carried forward	31	8,915,527	8,086,450	6,418,603

13. ACCOUNTANTS' REPORT (cont'd)



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2. GENERAL INFORMATION

2.1. Background

The Company was incorporated on 26 March 2013 under the name of Prempac Sdn. Bhd. and incorporated under the Companies Act, 1965 as a private limited liability company and domiciled in Malaysia. On 25 September 2014, the Company changed its name to Bison Consolidated Sdn. Bhd. and subsequently on 16 July 2015, the Company was converted into a public limited liability company and assumed its current name of Bison Consolidated Berhad.

2.2. Share capital

(a) Authorised share capital

The changes in Bison's authorised share capital since its date of incorporation and up to the date of this report were as follows:

Date of Creation/ Subdivision	No. of ordinary shares	Par value RM	Creation/ Subdivision	Cumulative issued and paid-up share capital RM
26.3.2013	100,000	1.00	Creation	100,000
6.2.2015	500,000	0.20	Subdivision of shares	100,000
6.2.2015	2,499,500,000	0.20	Creation	500,000,000

(b) Issued and paid up share capital

The changes in Bison's issued and paid-up share capital since its date of incorporation and up to the date of this report were as follows:

Date of Creation/ Subdivision	No. of ordinary shares allotted	Par value RM	Consideration	Cumulative issued and paid- up share capital RM
26.3.2013	2	1.00	Cash (Subscribers' shares)	2.00
6.2.2015	10	0.20	Subdivision of shares	2.00
9.2.2015	1	0.20	Cash	2.20
9.7.2015	229,449,989	0.20	Pursuant to the Acquisitions	45,890,000

13. ACCOUNTANTS' REPORT (cont'd)



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2. GENERAL INFORMATION (CONT'D)

2.3. Principal activity

Bison's principal activity is investment holding.

The subsidiaries and associate of Bison as of the date of this report, all of which are incorporated in Malaysia, are as follows:

Name of Company	Effective Ownership	Principal Activities	Date of Incorporation
Subsidiaries			
Bison Stores Sdn. Bhd. ("Bison Stores")	100%	Retailer of print media and convenience items.	5.7.1994
DKE Technology Sdn. Bhd. ("DKE")	100%	Commercialisation of a publications and magazine distribution and POS software as well as the provision of implementation, maintenance and technical services relating to the software.	21.12.2009
Nadi Minda Sdn. Bhd. ("Nadi Minda")	100%	Provision of management services.	26.9.2002
Kukuh Network Sdn. Bhd. ("Kukuh")	100%	Retailer of print media and convenience items.	24.9.2004
Eemerge Incorporated Sdn. Bhd. ("Eemerge")	100%	Retailer of print media and convenience items	17.9.2003
Bison Foods Sdn. Bhd. ("Bison Foods")	100%	Operator of a food and beverage restaurant.	25.8.2004
Associate			
WH Smith Malaysia Sdn. Bhd. ("WH Smith Malaysia")	50%	Retailer of print media and convenience items	28.9.2011

There were no significant change in the nature of the principal activities of Bison and its subsidiaries activities during the Relevant Periods under review of this report save for Nadi Minda which changed its principal activities from retailer in magazine and convenience items to provision of management services during the financial year ended 31 October 2013.

13. ACCOUNTANTS' REPORT (cont'd)



2. GENERAL INFORMATION (CONT'D)

2.4. The Acquisitions

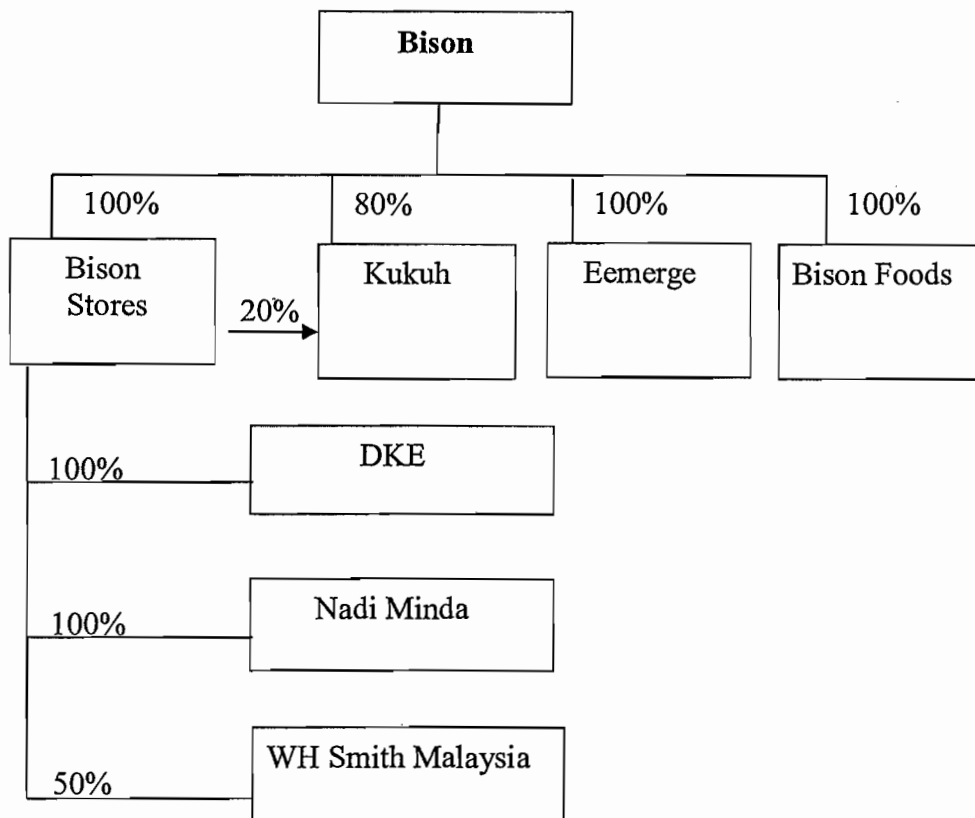
The Bison Group was formed pursuant to the completion of the following acquisitions by Bison on 9 July 2015:

- (a) Bison acquired the entire issued and paid-up share capital of Bison Stores, comprising 2,000,000 ordinary shares of RM1.00 each;
- (b) Bison acquired 80% of the issued and paid-up share capital of Kukuh, comprising 40,000 ordinary shares of RM1.00 each;
- (c) Bison acquired the entire issued and paid-up share capital of Eemerge, comprising 150,000 ordinary shares of RM1.00 each; and
- (d) Bison acquired the entire issued and paid-up share capital of Bison Foods, comprising 3 ordinary shares of RM1.00 each.

(Collectively referred to as "Acquisitions")

The aggregate purchase consideration for the above Acquisitions was RM45,889,997.80 satisfied by the issuance of 229,449,989 new shares at its par value of RM0.20.

Following the completion of the Acquisitions, the Group adopted the current structure as follows:



13. ACCOUNTANTS' REPORT (cont'd)



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3. BASIS OF PREPARATION

3.1 Statement of Compliance

The financial information of the Group have been prepared in accordance with MFRS and IFRS.

3.2 Basis of Measurement

The financial information of the Group is prepared under the historical cost convention except for certain properties and financial instruments that are measured at revalued amounts or fair values at the end of each reporting period as indicated in the summary of significant accounting policies.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible to by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial market takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure for value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial information are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to their fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 - Valuation techniques for which the lowest level input that is significant to their fair value measurement is directly or indirectly observable.
- Level 3 - Valuation techniques for which the lowest level input that is significant to their fair value measurement is unobservable.

13. ACCOUNTANTS' REPORT (cont'd)



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3. BASIS OF PREPARATION (CONT'D)

3.2 Basis of Measurement (cont'd)

For assets and liabilities that are recognised in the financial information on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to their fair value measurement as a whole) at the end of each reporting period.

The Group has established control framework in respect to the measurement of fair values of financial instruments. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the Board of Directors. The finance team regularly reviews significant unobservable inputs and valuation adjustments.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of fair value hierarchy as explained above.

3.3 Functional and Presentation Currency

The financial information are presented in Ringgit Malaysia ("RM") which is the Group's functional currency and all values are rounded to the nearest RM except when otherwise stated.

3.4 Adoption of Amendments to MFRSs

Except for the changes below, the Group has consistently applied the accounting policies set out in Note 4 to all periods presented in these financial statements.

At the beginning of the current financial period, the Group adopted amendments to MFRSs which are mandatory for the financial periods beginning on or after 1 November 2014.

Initial application of the amendments to the standards did not have material impact to the financial statements. The nature and the impact of the amendments to MFRS are:-

Amendments to MFRS 10, MFRS 12 and MFRS 127 Investment Entities.

The amendments to MFRS 10 defines an investment entity and require a reporting entity that meets the definition of an investment entity not to consolidate its subsidiaries but instead to measure its subsidiaries at fair value through profit or loss in its consolidated and separate financial statements.

To qualify as an investment entity, a reporting entity is required to:

- Obtain funds from one or more investors for the purpose of providing them with investment management services;
- Commit to its investor(s) that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both; and
- Measure and evaluate performance of substantially all of its investments on a fair value basis.

Consequential amendments have been made to MFRS 12 and MFRS 127 to introduce new disclosure requirements for investment entities.

13. ACCOUNTANTS' REPORT (cont'd)



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3. BASIS OF PREPARATION (CONT'D)

3.4 Adoption of Amendments to MFRSs (cont'd)

Amendments to MFRS 132 Offsetting Financial Assets and Financial Liabilities

The amendments to MFRS 132 clarifies the requirements relating to the offset of financial assets and financial liabilities. Specifically, the amendments clarifies the meaning of “currency has a legally enforceable right to set-off” and “simultaneous realisation and settlement”.

Amendments to MFRS 136 Recoverable Amount Disclosures for Non-Financial Assets

The amendments clarifies that an entity is required to disclose the recoverable amount of an asset or cash generating unit whenever an impairment loss has been recognised or reversed in the period. In addition, the amendments introduced several new disclosures required to be made when the recoverable amount of impaired assets is based on fair value less costs of disposal, including:

- Additional information about fair value measurement including the applicable level of the fair value hierarchy, and a description of any valuation techniques used and key assumptions made;
- The discount rates are used if fair value less costs of disposal is measured using a present value technique.

These additional disclosures are in line with the disclosure required by MFRS 13 Fair Value Measurements.

Amendments to MFRS 139 Novation of Derivatives and Continuation of Hedge Accounting

The amendments to MFRS 139 provide relief from the requirement to discontinue hedge accounting when a derivative designated as a hedging instrument is novated under certain circumstances. The amendment also clarifies that any change to the fair value of the derivative designated as a hedging instrument arising from the novation should be included in the assessment and measurement of hedge effectiveness.

IC Interpretation 21 Levies

IC Interpretation 21 addresses the issue as to when to recognise a liability to pay a levy imposed by a government. It defines a levy, and specifies that the obligation event that gives rise to the liability is the activity that triggers the payment of the levy, as identified by legislation. The Interpretation provides guidance on how different levy arrangements should be accounted for, in particular, it clarifies that neither economic compulsion nor the going concern basis of financial statements preparation implies that an entity has a present obligation to pay a levy that will be triggered by operating in a future period.

Amendments to MFRS 119 Employee Benefits: Defined Benefit Plans – Employee Contributions

The amendments to MFRS119 clarifies how an entity should account for contributions made by employees or third parties to defined benefits plans, based on whether those contributions are dependent on the number of years of services provided by employee.

13. ACCOUNTANTS' REPORT (cont'd)



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3. BASIS OF PREPARATION (CONT'D)

3.4 Adoption of Amendments to MFRSs (cont'd)

Amendments to MFRS 119 Employee Benefits: Defined Benefit Plans – Employee Contributions (cont'd)

For contributions that are independent of the number of years of services the entity may either recognise the contributions as a reduction in the services cost in the period in which the related services is rendered, or to attribute them to the employees' periods of services using the projected unit credit method; whereas for contributions that are dependent on the number of years of service the entity is required to attribute them to the employees' periods of service.

Annual Improvements to MFRSs 2010 – 2012 Cycle, including the amendments to:

- MFRS 3 Business Combination: Accounting for contingent consideration in a business combination
- MFRS 13 Fair Value Measurement: Short-term receivables and payables
- MFRS 116 Property, Plant and Equipment and MFRS 138 Intangible Assets: Revaluation method – proportionate restatement of accumulated depreciation
- MFRS 124 Related Party Disclosures: Key Management Personnel

Annual Improvements to MFRSs 2011 – 2013 Cycle, including the amendments to:

- MFRS 1 First-time Adoption of Malaysian Financial Reporting Standards: Meaning of “Effective MFRSs”
- MFRS 3 Business Combinations: Scope exceptions for joint ventures
- MFRS 13 Fair Value Measurement: Scope of paragraph 52 (portfolio exception)

MFRS 3 Business Combinations

The amendment clarifies that all contingent consideration arrangements classified as liabilities (or assets) arising from a business combination should be subsequently measured at fair value through profit or loss whether or not they fall within the scope of MFRS 9 (or MFRS 139, as applicable).

MFRS 13 Fair Value Measurement: short-term receivables and payables

It clarifies in the Basis for Conclusion that short-term receivables and payables with no stated interest rates can be measured at invoice amounts when the effect of discounting is immaterial.

MFRS 116 Property, Plant and Equipment and MFRS 138 Intangible Assets

The amendment clarifies in MFRS 116 and MFRS 138 that the asset may be revalued by reference to observable data on either the gross or the net carrying amount. In addition, the accumulated depreciation and amortisation is the difference between the gross and carrying amounts of the assets.

MFRS 124 Related party disclosures

The amendment clarifies that a management entity (an entity that provides key management personnel services) is a related party subject to the related party disclosures. In addition, an entity that uses a management entity is required to disclose the expenses incurred for management services.

13. ACCOUNTANTS' REPORT (cont'd)



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3. BASIS OF PREPARATION (CONT'D)

3.4 Adoption of Amendments to MFRSs (cont'd)

MFRS 1 First-time Adoption of Malaysian Financial Reporting Standards

It clarifies in the Basis for Conclusions that an entity may choose to apply either a current standard or a new standard that is not yet mandatory, but permits early application, provided either standard is applied consistently throughout the periods presented in the entity's first MFRS financial statements.

MFRS 3 Business Combinations

The amendment clarifies for those scope exceptions within MFRS 3 that:

- Joint arrangements, not just joint ventures, are outside the scope of MFRS 3
- The scope exception applies only to the accounting in the financial statements of the joint arrangement itself.

MFRS 13 Fair Value Measurement: Scope of paragraph 52 (portfolio exception)

The amendment clarifies that the portfolio exception in MFRS 13 can be applied not only to the financial assets and financial liabilities, but also to other contracts within the scope of MFRS 9 (or MFRS 139, as applicable).

3.5 Standards Issued But Not Yet Effective

At the date of authorisation of these financial statements, certain new standards, amendments and IC Interpretations to existing standards have been published by the Malaysian Accounting Standards Board but are not yet effective, and have not been adopted by the Group.

Management anticipates that all relevant pronouncements will be adopted in the Group's accounting policies for the first period beginning after the effective date of pronouncement. Information on MFRS 9 Financial Instruments that is expected to be relevant to the Group's financial statements is provided below. Certain other new standards and interpretations have been issued but are not expected to have a material impact on the Group's financial statements.

MFRS effective for the financial period beginning on or after 1 January 2017

MFRS 15 Revenue From Contracts with Customers

MFRS 15 presents new requirements for the recognition of revenue, replacing the guidance of MFRS 111 Construction Contracts, MFRS 118 Revenue, IC Int 13 Customer Loyalty Programmes, IC Int 15 Agreements for Construction of Real Estate, IC Int 18 Transfers of Assets from Customers and IC Int 131 Revenue – Barter Transaction Involving Advertising Services. The principles in MFRS 15 provide a more structured approach to measuring and recognising revenue. It establishes a new five-step model that will apply to revenue arising from contracts with customers. Under MFRS 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The Group is currently assessing the impact of MFRS 15 and plans to adopt the new standards on the required effective date.

13. ACCOUNTANTS' REPORT (cont'd)



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3. BASIS OF PREPARATION (CONT'D)

3.5 Standards Issued But Not Yet Effective (cont'd)

MFRS effective for the financial period beginning on or after 1 January 2018MFRS 9 Financial Instruments

MFRS 9 is issued during the financial year, which reflects all phases of the financial instruments project and replaces MFRS 139 Financial Instruments: Recognition and Measurement and all previous version of MFRS 9. The new standard introduces extensive requirements and guidance for classification and measurement of financial assets and financial liabilities which fall under the scope of MFRS 9, new "expected credit loss model" under the impairment of financial assets and greater flexibility has been allowed in hedge accounting transactions.

The Group is currently examining the financial impact of adopting MFRS 9.

3.6 Significant Accounting Estimates and Judgements

Estimates, assumptions concerning the future and judgements are made in the preparation of the financial information. They affect the application of the Group's accounting policies and reported amounts of assets, liabilities, income and expenses, and disclosures made. Estimates and underlying assumptions are assessed on an on-going basis and are based on experience and relevant factors, including expectations of future events that are believed to be reasonable under the circumstances.

The actual result may differ from the judgements, estimates and assumptions made by management, and will seldom equal the estimated results.

3.6.1 Estimation uncertainty

Information about significant judgements, estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses are discussed below.

Revaluation of property, plant and equipment

The Group measures its land and buildings at revalued amount with changes in fair value being recognised in other comprehensive income.

The carrying amount of the land and buildings at the end of the reporting period, and the relevant revaluation bases, are disclosed in Note 5 of this report.

Useful lives of depreciable assets

Management estimates the useful lives of the property, plant and equipment to be within 2.5 to 50 years and reviews the useful lives of depreciable assets at end of each reporting period. At 31 October 2015 management assesses that the useful lives represent the expected utility of the assets to the Group. Actual results, however, may vary due to change in the expected level of usage and technological developments, which may result in adjustment to the Group's assets.

The carrying amount of the Group's property, plant and equipment at the end of the reporting period is disclosed in Note 5 of this report.

13. ACCOUNTANTS' REPORT (cont'd)



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3. **BASIS OF PREPARATION (CONT'D)**
- 3.6 **Significant Accounting Estimates and Judgements (cont'd)**
- 3.6.1 **Estimation uncertainty (cont'd)**

Impairment of property, plant and equipment

The Group carried out impairment tests where there are indications of impairment based on a variety of estimation including value-in-use of cash-generating unit to which the property, plant and equipment and the prepaid land lease payments are allocated. Estimating the value-in-use requires the Group to make an estimate of the expected future cash flows from cash-generating unit and also to choose a suitable discount rate in order to calculate present value of those cash flows.

Inventories

Inventories are measured at the lower of cost and net realisable value. In estimating net realisable values, management takes into account the most reliable evidence available at the time the estimates are made. The Group's core business is subject to economic and technology changes which may cause selling prices to change rapidly, and the Group's profit to change.

The carrying amount of the Group's inventories at the end of the reporting period is disclosed in Note 10 of this report.

Impairment of loans and receivables

The Group assesses at end of each reporting period whether there is any objective evidence that a financial asset is impaired. To determine whether there is objective evidence of impairment, the Group considers factors such as the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.

Where there is objective evidence of impairment, the amount and timing of future cash flows are estimated based on historical loss experience of assets with similar credit risk characteristics.

The carrying amount of the Group's loans and receivables at the end of the reporting period is as summarised in Notes 11, 12, 13, 14 and 15 of this report.

Income taxes

Significant judgement is involved in determining the Group-wide provision for income taxes. There are certain transaction and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognise tax liabilities based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax and deferred tax provisions in the period in which such determination is made.

13. ACCOUNTANTS' REPORT (cont'd)



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3. **BASIS OF PREPARATION (CONT'D)**
- 3.6 **Significant Accounting Estimates and Judgements (cont'd)**
- 3.6.1 **Estimation uncertainty (cont'd)**

Deferred tax assets

Deferred tax assets are recognised for all deductible temporary differences, unutilised tax losses, unabsorbed capital allowances and unused tax credits to the extent that it is probable that taxable profit will be available against which all the deductible temporary differences, unutilised tax losses and unabsorbed capital allowances can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

3.6.2 **Significant management judgement**

The following are the judgements made by management in the process of applying the Group's accounting policies that have the most significant effect on the amounts recognised in the financial information.

Classification between investment properties and owner-occupied properties

The Group determines whether a property qualifies as an investment property, and has developed criteria in making that judgement. Investment property is a property held to earn rentals or for capital appreciation or both. Therefore, the Group considers whether a property generates cash flows largely independently of the other assets held by the Group.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions could be sold separately (or leased out separately under finance lease), the Group accounts for the portion separately. If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes.

Judgement is made on an individual property basis to determine whether ancillary services are so significant that a property does not qualify as an investment property.

Leases

In applying the classification of leases in MFRS 117, management considers some of its leases of motor vehicles as finance lease arrangements.

The lease transaction is not always conclusive, and management uses judgement in determining whether the lease is a finance lease arrangement that transfers substantially all the risks and rewards incidental to ownership, whether the lease term is for the major part of the economic life of the asset even if title is not transferred and others in accordance with MFRS 117 leases.

13. ACCOUNTANTS' REPORT (cont'd)



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4. SIGNIFICANT ACCOUNTING POLICIES

The Group applies the significant accounting policies, as summarised below, consistently throughout all periods presented in the financial information.

4.1 Consolidation

4.1.1 Common Control Business Combination

A business combination involving entities under common control is a business combination in which all the combining entities or business are ultimately controlled by the same party or parties both before or after the business combination, and that control is not transitory.

The acquisition resulted in a business involving common control entities, and accordingly the accounting treatment is outside the scope of MFRS 3. For such common control business combinations, the merger accounting principles are used to include the assets, liabilities, results, equity changes and cash flows of the subsidiaries in the consolidated financial statements.

The Group is regarded as a continuing entity resulting from the Acquisitions as mentioned in Note 2.4 of this report since the management of all the entities which took part in the Acquisitions were controlled by common directors and under common shareholders before and immediately after the Acquisitions. Accordingly, the financial information have been prepared on the basis of merger accounting.

Under the merger method of accounting, the results of subsidiaries are presented as if the merger had been effected throughout the current and previous years. The assets and liabilities combined are accounted for based on the carrying amounts from the perspective of the common control shareholder at the end of transfer. On combination, the cost of the merger is cancelled with the values of the shares received. Any resulting credit differences is classified as equity and regarded as a non-distributable reserve. Any resulting debit difference is adjusted against any suitable reserve. Any share premium, capital redemption reserve and any other that which are attributable to share capital of the merged entities, to the extent that they have not been capitalised by a debit difference are classified and presented as movement in other capital reserves.

The effect of all transactions and balances between the subsidiaries, whether occurring before or after the combination, are eliminated in preparing the Consolidated Financial Statements of the Group.

4.1.2 Associates and Joint Arrangement

Associates are entities in which the Group has significant influence, but no control, over their financial and operating policies.

A joint venture is a type of joint arrangement whereby the parties have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Group's investments in its associates and joint venture are accounted for using the equity method. Under the equity method, investment in an associate or a joint venture is carried in the statement of financial position at cost plus post acquisition changes in the Group's share of net assets of the associate or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is neither amortised nor individually tested for impairment.

13. ACCOUNTANTS' REPORT (cont'd)



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4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.1 Consolidation (cont'd)

4.1.2 Associates and Joint Arrangement (cont'd)

The share of the result of an associate or a joint venture is reflected in profit or loss. Any change in other comprehensive income of those investees is presented as part of the Group's other comprehensive income. In addition, where there has been a change recognised directly in the equity of an associate or a joint venture, the Group recognises its share of any changes and discloses this, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

The aggregate of the Group's share of profit or loss of an associate and a joint venture is shown on the face of the statement of profit or loss and other comprehensive income outside operating profit and represents profit or loss after tax and non-controlling interests in the subsidiaries of the associate or joint venture.

When the Group's share of losses exceeds its interest in an associate or a joint venture, the carrying amount of that interest including any long-term investment is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the associate or the joint venture.

The financial information of the associates and joint venture are prepared as of the same reporting period as the Group. Where necessary, adjustments are made to bring the accounting policies of the associates or joint venture in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an additional impairment loss on the Group's investments in its associates or joint venture. The Group determines at each end of the reporting period whether there is any objective evidence that the investments in the associates or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associates or joint venture and their carrying value, then recognises the amount in the "share of profit of investments accounted for using the equity method" in profit or loss.

Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

When the Group's interest in an associate decreases but does not result in a loss of significant influence, any retained interest is not re-measured. Any gain or loss arising from the decrease in interest is recognised in profit or loss. Any gains or losses previously recognised in other comprehensive income are also reclassified proportionately to the profit or loss if that gain or loss would be required to be reclassified to profit or loss on the disposal of the related assets or liabilities.

13. ACCOUNTANTS' REPORT (cont'd)



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4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.2 Income tax

Tax expense

Tax expense comprises current and deferred tax. Current tax and deferred tax is recognised in profit or loss except to the extent that it relates to a business combination or items recognised directly in equity or other comprehensive income.

Current tax

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous years.

Current tax is recognised in the statement of financial position as a liability (or an asset) to the extent that it is unpaid (or refundable).

Deferred tax

Deferred tax is recognised using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities in the statement of financial position and their tax bases. Deferred tax is not recognised for the temporary differences arising from the initial recognition of goodwill, the initial recognition of assets and liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the end of the reporting period.

The amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at the end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Unutilised reinvestment allowance and investment tax allowance, being tax incentives that is not a tax base of an asset, is recognised as a deferred tax asset to the extent that it is probable that the future taxable profits will be available against the unutilised tax incentive can be utilised.

13. ACCOUNTANTS' REPORT (cont'd)



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4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.3 Property, plant and equipment

Property, plant and equipment, except for land and building, are measured at cost less accumulated depreciation and less any impairment losses. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Land and building are measured at fair value less accumulated depreciation and impairment losses recognised after the date of the revaluation. Valuations are performed with sufficient regularity, usually every five years, to ensure that the carrying amount does not differ materially from the fair value of the land and building at the end of the reporting period.

As at the date of revaluation, accumulated depreciation, if any, is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Any revaluation surplus arising upon appraisal of land and building is recognised in other comprehensive income and credited to the 'revaluation reserve' in equity. To the extent that any revaluation decrease or impairment loss has previously been recognised in profit or loss, a revaluation increase is credited to profit or loss with the remaining part of the increase recognised in other comprehensive income. Downward revaluations of land and building are recognised upon appraisal or impairment testing, with the decrease being charged to other comprehensive income to the extent of any revaluation surplus in equity relating to this asset and any remaining decrease recognised in profit or loss. Any revaluation surplus remaining in equity on disposal of the asset is transferred to other comprehensive income.

Depreciation is recognised on the straight line method in order to write off the cost of each asset over its estimated useful life. Freehold land with an infinite life is not depreciated.

The principal annual depreciation rates used are as follows:-

Buildings	2 %
Computer and software	20 %
Furniture, fittings, renovations and electrical installation	10 %
Motor vehicles	20 %
Office equipment and signboard	10 %
Plant and machinery	10% - 40%

Capital work-in-progress consists of buildings under construction. The amount is measured at cost and not depreciated until it is completed and ready for their intended use.

The residual values, useful lives and depreciation method are reviewed for impairment when events or changes in circumstances indicate that the carrying amounts may not be recoverable, or at least annually to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

Property, plant and equipment are derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss.

13. ACCOUNTANTS' REPORT (cont'd)



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4.4 Investment properties

Investment properties consist of freehold land and buildings held for capital appreciation or rental purpose and not occupied or only an insignificant portion is occupied for use or in the operations of the Group.

Investment properties are initially measured at cost, including transaction cost. Cost includes expenditures that are directly attributable to the acquisition of the investment property. The cost of self-constructed investment property includes the cost of materials and direct labour, any other costs directly attributable to bringing the investment property to a working condition for their intended use and capitalised borrowing costs.

Subsequent to initial recognition, investment properties are measured at fair value and are included in the statement of financial position at their open market values. Any gain or loss resulting from either a change in the fair value or the sale of an investment property is immediately recognised in profit or loss in the period in which they arise. The fair values are determined by external professional valuers with sufficient experience with respect to both the location and the nature of the investment property and supported by market evidence.

Investment properties are derecognised when either they are disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from the disposal. Any gain or loss on the retirement or disposal of an investment property is recognised in the profit or loss in the financial year of retirement or disposal.

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change. If owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change.

4.5 Intangible asset

Intangible asset represents trademark, myNEWS.com. Trademark is stated at cost less accumulated amortisation. It is amortised over a period of 10 years.

4.6 Financial instruments

4.6.1 Initial recognition and measurement

Financial assets and financial liabilities are recognised when the Group become a party to the contractual provisions of the financial instrument.

Financial assets and financial liabilities are measured initially at fair value plus transactions costs, except for financial assets and financial liabilities carried at fair value through profit or loss, which are measured initially at fair value.

13. ACCOUNTANTS' REPORT (cont'd)



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4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.6 Financial instruments (cont'd)

4.6.2 Financial assets – categorisation and subsequent measurement

Financial assets and financial liabilities are measured subsequently as described below:-

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified into the following categories upon initial recognition:-

- (a) financial assets at fair value through profit or loss;
- (b) held to maturity investments;
- (c) loans and receivables; and
- (d) available-for-sale financial assets.

The category determines subsequent measurement and whether any resulting income and expense is recognised in profit or loss or in other comprehensive income.

All financial assets except for those at fair value through profit or loss are subject to review for impairment at least at end of each reporting period. Financial assets are impaired when there is any objective evidence that a financial asset or a group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets.

A financial asset or part of it is derecognised when, and only when the contractual rights to the cash flows from the financial asset expire or the financial asset is transferred to another party without retaining control or substantially all risks and rewards of the asset. On derecognition of a financial asset, the difference between the carrying amount and the sum of the consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognised in equity is recognised in the profit or loss.

As at the reporting date, the Group carried only loan and receivables and available-for-sale financial assets on their statements of financial position.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial recognition, these are measured at amortised cost using the effective interest method, less allowance for impairment. Discounting is omitted where the effect of discounting is immaterial. Gains or losses are recognised in profit or loss when the loans and receivables are derecognised or impaired, and through the amortisation process. The Group's cash and cash equivalents, trade and other receivables fall into this category of financial instruments.

Loans and receivables are classified as current assets, except for those having maturity dates later than 12 months after the reporting date which are classified as non-current.

13. ACCOUNTANTS' REPORT (cont'd)



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4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.6 Financial instruments (cont'd)

4.6.2 Financial assets – categorisation and subsequent measurement (cont'd)

Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are either designated to this category or do not qualify for inclusion in any of the other categories of financial assets. The Group's available-for-sale financial assets include listed securities.

Available-for-sale financial assets are measured at fair value subsequent to the initial recognition. Gains and losses are recognised in other comprehensive income and reported within the available-for-sale reserve within equity, except for impairment losses and foreign exchange differences on monetary assets, which are recognised in profit or loss. When the asset is disposed of or is determined to be impaired the cumulative gain or loss recognised in other comprehensive income is reclassified from the equity reserve to profit or loss and presented as a reclassification adjustment within other comprehensive income.

Interest calculated using the effective interest method and dividends are recognised in profit or loss. Dividends on an available-for-sale equity are recognised in profit or loss when the Group's right to receive payment is established.

Investment in equity instruments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured are measured at cost less impairment loss.

Available-for-sale financial assets are classified as non-current assets unless they are expected to be realised within 12 months after the end of the reporting period.

4.6.3 Financial liabilities – categorisation and subsequent measurement

After the initial recognition, financial liability is classified as:-

- (a) financial liability at fair value through profit or loss;
- (b) other financial liabilities measure at amortised cost using the effective interest method; and
- (c) financial guarantee contracts.

A financial liability or a part of it is derecognised when, and only when, the obligation specified in the contract is discharged or cancelled or expires. On derecognition of a financial liability, the difference between the carrying amount of the financial liability extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

As at the reporting date, the Group carried only other financial liabilities on their statement of financial position.

13. ACCOUNTANTS' REPORT (cont'd)



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4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.6 Financial instruments (cont'd)

4.6.3 Financial liabilities – categorisation and subsequent measurement (cont'd)

Other financial liabilities measured at amortised cost

The Group's other financial liabilities include trade payables, finance lease liabilities, other payables, amount due to related parties, amount due to a director and borrowings.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period.

4.7 Impairment of assets

4.7.1 Non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's ("CGU") fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for asset in prior years.

13. ACCOUNTANTS' REPORT (cont'd)



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4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.7 Impairment of assets (cont'd)

4.7.2 Financial assets

The Group assesses at each reporting date whether there is any objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is deemed to be impaired if, and only if, there is objective evidence of impairment as a result of one or more events that has occurred after the initial recognition of the asset (an incurred "loss event") and that loss event has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

Financial assets carried at amortised cost

For financial assets carried at amortised cost, the Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant.

If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continue to be, recognised are not included in a collective assessment of impairment.

If there is objective evidence that an impairment loss has been incurred, the amount of the loss is measured as the difference between the assets carrying amount and the present value of estimated future cash flows (excluding future expected credit losses that have not yet been incurred). The present value of the estimated future cash flows is discounted at the financial asset's original effective interest rate. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate.

The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in the profit or loss. Interest income continues to be accrued on the reduced carrying amount and is accrued using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. The interest income is recorded as part of finance income in the profit or loss. Loans together with the associated allowance are written off when there is no realistic prospect of future recovery and all collateral have been realised or have been transferred to the Group. If, in a subsequent year, the amount of the estimated impairment loss increases or decreases because of an event occurring after the impairment was recognised, the previously recognised impairment loss is increased or reduced by adjusting the allowance account. If a future write-off is later recovered, the recovery is credited to finance costs in the profit or loss.

13. ACCOUNTANTS' REPORT (cont'd)



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4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.8 Inventories

Inventories comprising trading goods are stated at the lower of cost and net realisable value.

Cost is determined on a first-in first-out method and comprises costs incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated cost necessary to make the sale.

4.9 Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date, whether fulfilment of the arrangement is dependent on the use of a specific asset or asset or the arrangement conveys a right to use the asset, even if that right is not explicitly specific in an arrangement.

4.9.1 Finance Lease

Leases in terms of which the Group assume substantially all the risks and rewards of ownership are classified as finance lease. Upon initial recognition, the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments.

Minimum lease payments made under finance leases are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability.

Finance charges are recognised in finance costs in the profit or loss. Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Leasehold land which in substance is a finance lease is classified as a property, plant and equipment.

4.9.2 Operating Lease

Leases, where the Group does not assume substantially all the risks and rewards of ownership are classified as operating leases. Property interest held under an operating lease, which is held to earn rental income or for capital appreciation or both, is classified as investment property.

Payments made under operating leases are recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognised in profit or loss as an integral part of the total lease expense, over the term of the lease. Contingent rentals are charged to profit or loss in the reporting period in which they are incurred.

13. ACCOUNTANTS' REPORT (cont'd)**Grant Thornton**

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4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)**4.10 Borrowing costs**

Borrowing costs are recognised as expenses in the statements of profit or loss and comprehensive income in the period in which they are incurred.

4.11 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, cash at bank, and short-term demand deposits with licensed banks which are readily convertible to known amount of cash and which are subject to insignificant risk of changes in value.

4.12 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured at the fair value of consideration received or receivable.

(i) Trading

Sales of goods are recognised as income, net of discounts and goods returns in the statements of profit or loss and other comprehensive income upon delivery of goods and customers' acceptance.

(ii) Income from investments

Gross dividend and interest earned from investments and bank deposits are recognised as income in the statements of profit or loss and other comprehensive income when the right to receive such payments has been established.

(iii) Rental income

Rental income is recognised when the rent is due.

(iv) Interest income

Interest income is recognised on a time-appropriate basis using the effective interest method.

13. ACCOUNTANTS' REPORT (cont'd)



4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.13 Employee benefits

4.13.1 Short-term employee benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the financial year in which the associated services are rendered by employees of the Group. Short term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated absences, and short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

4.13.2 Defined contribution plan

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into independent entities of funds and will have no legal or constructive obligation to pay further contribution if any of the funds do not hold sufficient assets to pay all employee benefits relating to employee services in the current and preceding financial periods.

Such contributions are recognised as an expense in the profit or loss as incurred. As required by law, companies in Malaysia make such contributions to the Employees Provident Fund ("EPF").

4.14 Equity and reserves

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Ordinary shares are equity instruments. Share capital represents the nominal value of shares that have been issued.

Retained earnings include all current and prior period retained profits.

Dividends on ordinary shares are accounted for in shareholder's equity as an appropriation of retained earnings.

All transactions with owners of the Group is recorded separately within equity.

4.15 Related parties

A related party is a person or entity that is related to the Group. A related party transaction is a transfer of resources, services or obligations between the Group and its related party, regardless of whether a price is charged.

(a) A person or a close member of that person's family is related to the Group if that person :

- (i) has control or joint control over the Group;
- (ii) has significant influence over the Group; or
- (iii) is a member of the key management personnel of the ultimate holding company of the Group, or the Group.

13. ACCOUNTANTS' REPORT (cont'd)



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4. SIGNIFICANT ACCOUNTING POLICIES (CONT'D)

4.15 Related parties (cont'd)

(b) An entity is related to the Group if any of the following conditions applies :

- (i) the entity and the Group are members of the same group;
- (ii) one entity is an associate or joint venture of the other entity;
- (iii) both entities are joint ventures of the same third party;
- (iv) an entity is a joint venture of a third entity and the other entity is an associate of the third entity;
- (v) the entity is a post-employment benefit plan for the benefits of employees of either the Group or an entity related to the Group;
- (vi) the entity is controlled or jointly-controlled by a person identified in (a) above;
- (vii) a person identified in (a)(i) above has significant influence over the Group or is a member of the key management personnel of the ultimate holding company or the Group.

4.16 Contingencies

Where it is not probable that an inflow or an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the asset or the obligation is not recognised in the statements of financial position and is disclosed as a contingent asset or contingent liability, unless the probability of inflow or outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent assets or contingent liabilities unless the probability of inflow or outflow of economic benefits is remote.

4.17 Dividends

Final dividends proposed by the Directors are not accounted for in shareholders' equity as an appropriation of unappropriated profits, until they have been approved by the shareholders in a general meeting. When these dividends have been approved by the shareholders and declared, they are recognised as a liability.

4.18 Provisions

Provisions are recognised when there is a present obligation, legal or constructive, as a result of a past event, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not recognised for future operating losses.

If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. Where the effect of the time of money is material, provision are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

13. ACCOUNTANTS' REPORT (cont'd)



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5. PROPERTY, PLANT AND EQUIPMENT

Valuation/Cost	Valuation			Cost					Total RM
	Freehold land RM	Buildings RM	Capital work- in progress RM	Computer and software RM	Furniture, fittings, renovation and electrical installation RM	Motor vehicles RM	Office equipment and signboard RM	Plant and machinery RM	
At 1 November 2012	10,546,028	5,791,437	1,049,082	2,484,828	10,030,024	1,726,850	3,252,930	14,553	34,895,732
Additions	-	-	1,868,455	764,389	3,740,195	650,694	1,460,720	-	8,484,453
Disposals	(2,173,153)	(955,000)	(73,717)	(100,893)	(83,001)	-	(157,993)	-	(3,543,757)
Written off	-	-	-	(8,064)	(464,192)	(34,500)	(22,314)	-	(529,070)
At 31 October 2013	8,372,875	4,836,437	2,843,820	3,140,260	13,223,026	2,343,044	4,533,343	14,553	39,307,358
Additions	-	-	2,035,535	710,712	4,438,692	481,780	1,657,927	13,652	9,338,298
Revaluation	4,104,310	5,081,330	-	-	-	-	-	-	9,185,640
Transfer from accumulated depreciation on revaluation	-	(332,972)	-	-	-	-	-	-	(332,972)
Transfer of asset	-	3,488,020	(3,488,020)	-	-	-	-	-	-
Disposal	-	-	-	(50,343)	(81,313)	(182,843)	(46,133)	-	(360,632)
Dividends in-specie	(200,000)	(100,000)	(1,222,195)	-	-	-	-	-	(1,522,195)
Written off	-	-	-	-	(475,527)	-	(20,447)	-	(495,974)
At 31 October 2014	12,277,185	12,972,815	169,140	3,800,629	17,104,878	2,641,981	6,124,690	28,205	55,119,523

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13. ACCOUNTANTS' REPORT (cont'd)



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5. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

Valuation/Cost (cont'd)	Valuation		Cost					Total RM	
	Freehold land RM	Buildings RM	Capital work- in progress RM	Computer and software RM	Furniture, fittings, renovation and electrical installation RM	Motor vehicles RM	Office equipment and signboard RM		Plant and machinery RM
At 31 October 2014	12,277,185	12,972,815	169,140	3,800,629	17,104,878	2,641,981	6,124,690	28,205	55,119,523
Additions	-	19,710	391,469	717,300	3,967,702	168,436	2,542,658	-	7,807,275
Disposals	-	-	-	(170,619)	-	-	(45,197)	-	(215,816)
Written off	-	-	-	(150)	(414,238)	-	(290)	-	(414,678)
At 31 October 2015	12,277,185	12,992,525	560,609	4,347,160	20,658,342	2,810,417	8,621,861	28,205	62,296,304

13. ACCOUNTANTS' REPORT (cont'd)



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5. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

	Valuation			Cost					Total RM
	Freehold land RM	Buildings RM	Capital work-in progress RM	Computer and software RM	Furniture, fittings, renovation and electrical installation RM	Motor vehicles RM	Office equipment and signboard RM	Plant and machinery RM	
At 1 November 2012	47,561	370,079	-	1,769,918	4,378,232	1,278,065	1,481,359	14,220	9,339,434
Charge for the year	9,145	106,884	-	364,683	1,065,930	230,464	355,968	165	2,133,239
Disposals	(56,706)	(237,037)	-	(89,393)	(73,943)	-	(100,656)	-	(557,735)
Written off	-	-	-	(6,917)	(279,956)	(34,500)	(14,636)	-	(336,009)
At 31 October 2013	-	239,926	-	2,038,291	5,090,263	1,474,029	1,722,035	14,385	10,578,929
Charge for the year	-	98,856	-	445,619	1,391,440	285,055	507,349	1,528	2,729,847
Disposals	-	(5,810)	-	(41,694)	(60,898)	(182,840)	(36,845)	-	(328,087)
Transfer to valuation/cost on revaluation	-	(332,972)	-	-	-	-	-	-	(332,972)
Written off	-	-	-	-	(248,724)	-	(11,959)	-	(260,683)
At 31 October 2014	-	-	-	2,442,216	6,172,081	1,576,244	2,180,580	15,913	12,387,034

13. ACCOUNTANTS' REPORT (cont'd)



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5. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

Accumulated depreciation (cont'd)	Valuation				Cost					Total RM
	Freehold land RM	Buildings RM	Capital work-in progress RM	Computer and software RM	Furniture, fittings, renovation and electrical installation RM	Motor vehicles RM	Office equipment and signboard RM	Plant and machinery RM		
At 31 October 2014	-	-	-	2,442,216	6,172,081	1,576,244	2,180,580	15,913	12,387,034	
Charge for the year	-	251,963	-	514,891	1,785,809	323,004	714,732	1,365	3,591,764	
Disposals	-	-	-	(168,152)	-	-	(31,658)	-	(199,810)	
Written off	-	-	-	(40)	(161,574)	-	(156)	-	(161,770)	
At 31 October 2015	-	251,963	-	2,788,915	7,796,316	1,899,248	2,863,498	17,278	15,617,218	
Net carrying amount										
31 October 2015	12,277,185	12,740,562	560,609	1,558,245	12,862,026	911,169	5,783,363	10,927	46,679,086	
31 October 2014	12,277,185	12,972,815	169,140	1,358,413	10,932,797	1,065,737	3,944,110	12,292	42,732,489	
31 October 2013	8,372,875	4,596,511	2,843,820	1,101,969	8,132,763	869,015	2,811,308	168	28,728,429	

13. ACCOUNTANTS' REPORT (cont'd)



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5. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

- (a) The net carrying amount of property, plant and equipment of the Group which are under finance lease arrangement are 2015: RM931,912, (2014: RM1,041,315 and 2013: RM869,008).
- (b) The net carrying amount of land and buildings of 2015: RM25,017,747, (2014: RM25,250,000 and 2013: RM12,969,386) have been pledged to licensed banks as security for bank facilities granted to the Group as disclosed in Note 20 to this report.
- (c) Land and buildings amounted to RM1,522,194 was distributed as dividends in-specie in financial year ended 31 October 2014.
- (d) The Group applies revaluation model in measuring its freehold land and buildings. The freehold land and buildings of the Group were revalued in the financial year ended 31 October 2014 by DTZ Nawawi Tie Leung Property Consultants Sdn. Bhd., an independent professional valuer.

The fair values of the land and buildings are analysed as follows:

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Level 2			
Freehold land	-	12,277,185	12,277,185
Buildings	-	12,972,815	12,972,815

The level 2 fair values have been determined based on the market comparison approach that reflects recent transaction prices for similar properties.

Comparative fair value information is not presented by virtue of the exemption given in MFRS 13.

- (e) The carrying amounts of revalued freehold land and buildings of the Group that would have been included in the financial information, had these assets been carried at cost less accumulated depreciation and impairment losses are as follows:

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Freehold land	8,372,875	8,172,875	8,172,875
Buildings	4,596,511	7,893,612	7,729,123

13. ACCOUNTANTS' REPORT (cont'd)



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6. INTANGIBLE ASSET

	<u>Trademark</u> RM
Cost	
At 1 November 2012/31 October 2013/2014/2015	<u>90,000</u>
Accumulated amortisation	
At 1 November 2012	82,000
Amortisation for the financial year	<u>600</u>
At 31 October 2013	82,600
Amortisation for the financial year	<u>800</u>
At 31 October 2014	83,400
Amortisation for the financial year	<u>800</u>
At 31 October 2015	<u>84,200</u>
Net carrying amount	
At 31 October 2013	<u>7,400</u>
At 31 October 2014	<u>6,600</u>
At 31 October 2015	<u>5,800</u>

13. ACCOUNTANTS' REPORT (cont'd)



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7. INVESTMENT PROPERTY

	Freehold <u>land</u> RM	<u>Building</u> RM	<u>Total</u> RM
Valuation/Cost			
At 1 November 2012/ 31 October 2013	240,760	120,380	361,140
Transfer from accumulated amortisation on valuation	-	(14,291)	(14,291)
Revaluation on investment property	210,428	92,723	303,151
Dividends in-specie	(451,188)	(198,812)	(650,000)
	<u>-</u>	<u>-</u>	<u>-</u>
At 31 October 2014/2015	-	-	-
Accumulated amortisation			
At 1 November 2012	-	11,883	11,883
Charge for the financial year	-	2,408	2,408
	<u>-</u>	<u>-</u>	<u>-</u>
At 31 October 2013	-	14,291	14,291
Transfer to valuation/cost on valuation	-	(14,291)	(14,291)
	<u>-</u>	<u>-</u>	<u>-</u>
At 31 October 2014/2015	-	-	-
Net carrying amount			
At 31 October 2013	<u>240,760</u>	<u>106,089</u>	<u>346,849</u>
At 31 October 2014/2015	<u>-</u>	<u>-</u>	<u>-</u>

For the financial year ended 31 October 2014, the net carrying amount of investment property amounted to RM650,000 was distributed as dividends in-specie.

13. ACCOUNTANTS' REPORT (cont'd)


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7. INVESTMENT PROPERTY (CONT'D)

The following are recognised in profit or loss in respect of investment property:

	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Rental income	47,040	47,040	-

8. INVESTMENT IN ASSOCIATES

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Unquoted shares, at Cost			
- In Malaysia	4	1	500,000
Shares of results of associates	36,260	340,445	1,068,038
	36,264	340,446	1,568,038

Details of the associates, which are incorporated in Malaysia, are as follows:-

<u>Name of companies</u>	<u>Group's effective equity interest</u>			<u>Principal activities</u>
	<u>31.10.2013</u>	<u>31.10.2014</u>	<u>31.10.2015</u>	
	%	%	%	
WH Smith Malaysia Sdn. Bhd.	50	50	50	Retailer of print media and convenience items
Nova Dynasty Development Sdn. Bhd.	50	-	-	Dormant company

13. ACCOUNTANTS' REPORT (cont'd)


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8. INVESTMENT IN ASSOCIATES (CONT'D)

Acquisition and disposal of investment in an associate

On 28 March 2013, the Group subscribed a 50% investment in Nova Dynasty Development Sdn. Bhd.

On 31 October 2014, the Group disposed the same 50% investment in Nova Dynasty Development Sdn. Bhd., for a consideration of RM3.

The summarised financial information of the Group's associates is as follows:-

	31.10.2013 RM	31.10.2014 RM	31.10.2015 RM
As at			
Assets and liabilities			
Total assets	12,397,548	8,253,977	9,606,615
Total liabilities	12,319,376	7,549,482	5,875,547
FYE			
Results			
Revenue	168,825	14,014,691	21,400,916
Net profit for the year	72,521	605,484	2,080,510

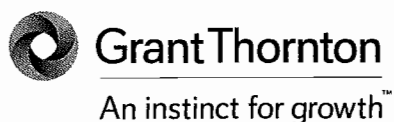
9. OTHER INVESTMENTS

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Available-for-sale financial assets			
At fair value			
Quoted shares in Malaysia	5,192	5,192	5,192

10. INVENTORIES

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Trading goods	11,102,923	15,783,534	21,754,668

13. ACCOUNTANTS' REPORT (cont'd)



11. TRADE RECEIVABLES

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Trade receivables	2,309,452	839,327	4,169,387

The normal trade credit terms granted by the Group to the trade receivables range from 30 to 45 days for the FYE 31 October 2013, 2014 and 2015.

12. OTHER RECEIVABLES

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Other receivables	1,565,777	3,675,246	5,326,415
Deposits	5,823,403	7,025,716	8,339,668
Prepayments	1,104,283	1,091,064	3,322,619
	8,493,463	11,792,026	16,988,702

13. AMOUNT DUE FROM ASSOCIATES

Save as disclosed below, the outstanding amounts which are trade and non-trade in nature are unsecured, bear no interest and are repayable upon demand.

For trade transactions, the credit terms ranges from 30 to 60 days for the FYE 31 October 2013, 2014 and 2015.

As at 31 October 2015, included in the amount due from an associate is RM1,048,173, (2014: RM1,548,172, 2013: RMNil), being a loan to WH Smith Malaysia, which bears interest rates ranging from 3.26% to 3.75% (2014: 3.26% to 3.75%, 2013: Nil%) and is repayable upon demand.

14. AMOUNT DUE FROM RELATED PARTIES

Related parties refer to companies in which Directors and/or substantial shareholders have interest.

The outstanding amounts which are trade in nature have credit terms ranging from 30 to 60 days for FYE 31 October 2013, 2014 and 2015 are unsecured, bear no interest and are repayable upon demand.

13. ACCOUNTANTS' REPORT (cont'd)



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15. SHORT-TERM DEPOSITS WITH LICENSED BANKS

The short-term deposits of RM597,500 in 2015, RM597,500 in 2014 and RM527,500 in 2013 have been pledged to licensed banks for facility and hence, are not available for general use.

The effective interest rate of fixed deposits ranges from 3.00% to 3.15% per annum for FYE 31 October 2013, 2014 and 2015. The deposits with licensed banks have maturities ranging from one month to twelve months for the FYE 31 October 2013, 2014, 2015.

16. SHARE CAPITAL

	As at 31.10.2013	As at 31.10.2014	As at 31.10.2015	As at 31.10.2013	As at 31.10.2014	As at 31.10.2015
	No. of ordinary shares of			Amount		
	RM1.00 each	RM1.00 each	RM0.20 each	RM	RM	RM
Authorised:						
At 1 November 2012/2013/ 2014	5,700,000	5,800,000	5,800,000	5,700,000	5,800,000	5,800,000
Share split	-	-	400,000	-	-	-
Adjustment pursuant to acquisitions	-	-	(5,700,000)	-	-	(5,700,000)
Created during the year	100,000	-	2,499,500,000	100,000	-	499,900,000
At 31 October	5,800,000	5,800,000	2,500,000,000	5,800,000	5,800,000	500,000,000
Issued and fully paid:						
At 1 November 2012/2013/ 2014	2,190,003	2,190,005	2,190,005	2,190,003	2,190,005	2,190,005
Issued during the year:						
- Share split	-	-	8	-	-	-
- Addition of share capital	2	-	1	2	-	*
- Adjustment pursuant to acquisitions	-	-	(2,190,003)	-	-	(2,190,003)
- Share exchange for acquisitions of subsidiaries	-	-	229,449,989	-	-	45,889,998
At 31 October	2,190,005	2,190,005	229,450,000	2,190,005	2,190,005	45,890,000

* represents RM0.20

The authorised, issued and fully paid share capital represents the aggregate of Bison's and its subsidiaries' authorised, issued and fully paid share capital for the FYE 31 October 2013 and 2014.

13. ACCOUNTANTS' REPORT (cont'd)


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17. REVALUATION RESERVE

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Brought forward	-	-	9,011,640
Add: Revaluation of land and buildings	-	9,488,791	-
Less: Crystallisation of revaluation reserves	-	(477,151)	-
Carried forward	-	9,011,640	9,011,640
Less: Deferred taxation			
Brought forward	-	-	(451,000)
Add: Revaluation of land and buildings	-	(451,000)	-
Carried forward	-	(451,000)	(451,000)
Revaluation reserve, net of tax	-	8,560,640	8,560,640

The revaluation reserve relates to the revaluation of freehold land and buildings.

18. MERGER DEFICIT

The merger deficits arose from the acquisitions of:-

(a) 100% of DKE and 20% of Kukuh prior to FYE 31 October 2013

	RM
Nominal value of shares issued by Bison	2,362,000
Less: Nominal values of share capital of subsidiaries acquired	(110,000)
	<u>2,252,000</u>

(ii) 100% of Bison Stores, Eemerge, Bison Foods and 80% of Kukuh during FYE 31 October 2015

	RM
Nominal value of shares issued by the Bison	45,889,998
Less: Nominal values of share capital of subsidiaries acquired	(2,190,003)
	<u>43,699,995</u>
As at 31 October 2013/2014	<u>2,252,000</u>
As at 31 October 2015	<u>45,951,995</u>

13. ACCOUNTANTS' REPORT (cont'd)


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19. AMOUNT DUE TO A DIRECTOR

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Non-current	-	5,426	-
Current	67,821	331,249	5,426
	<u>67,821</u>	<u>336,675</u>	<u>5,426</u>

The non-current portion of the amount due to a director is unsecured, bears no interest, and is not repayable within the next twelve (12) months.

The current portion of the amount due to a director is unsecured, bears no interest, and is repayable on demand.

20. BANK BORROWINGS

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Secured:			
Non-current			
Term loans	7,820,521	9,113,722	8,276,323
Current			
Term loans	985,066	1,221,043	1,266,447
	<u>8,805,587</u>	<u>10,334,765</u>	<u>9,542,770</u>

The term loans of the Group are secured by:-

- (a) Legal charge over the Group's land and buildings, and
- (b) Personal guarantee provided by certain Directors.

The term loans bear interest at rates ranging from 4.55% to 5.63% per annum for the FYE31 October 2015 and 4.55% to 7.05% per annum for the FYE 31 October 2013 and 2014.

13. ACCOUNTANTS' REPORT (cont'd)



21. FINANCE LEASE LIABILITIES

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Finance lease liabilities			
- less than 1 year	239,225	267,485	254,923
- more than 1 year but less than 5 years	493,485	600,492	470,905
	732,710	867,977	725,828
Less: Future finance charges	(71,985)	(83,943)	(61,306)
	660,725	784,034	664,522
Present value of finance lease liabilities			
- less than 1 year	206,935	229,226	193,614
- more than 1 year but less than 5 years	453,790	554,808	470,908
	660,725	784,034	664,522

The finance lease payables bear interest at rates ranging from 2.31% to 3.90% per annum for the FYE 31 October 2013, 2014 and 2015.

22. DEFERRED TAX LIABILITIES

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
At 1 November 2012/2013/2014	618,900	1,069,999	1,960,377
Recognised in profit or loss (Note 28)	451,099	439,378	147,588
Recognised in other comprehensive income (Note 28)	-	451,000	-
At 31 October	1,069,999	1,960,377	2,107,965
Deferred tax liabilities comprise the following:-			
Carrying amount of qualifying property, plant and equipment in excess of their tax base	1,069,999	1,509,377	2,107,965
Revaluation of land and buildings	-	451,000	-
	1,069,999	1,960,377	2,107,965

13. ACCOUNTANTS' REPORT (cont'd)



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23. TRADE PAYABLES

The normal trade credit terms granted to the Group range from 30 to 90 days for the FYE 31 October 2013, 2014 and 2015.

24. OTHER PAYABLES

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Sundry payables	4,546,587	4,436,627	3,264,382
Accruals	4,427,149	6,109,103	6,334,578
	<u>8,973,736</u>	<u>10,545,730</u>	<u>9,598,960</u>

25. AMOUNT DUE TO RELATED PARTIES

Related parties refer to companies in which Directors and/or substantial shareholders have interest.

The outstanding amounts which are trade in nature, are unsecured, repayable in 30 (2014:30) days and bears no interest.

26. REVENUE

	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Magazines and convenience store items	156,712,365	181,138,801	215,557,434
Food and beverages	1,075,633	977,113	1,528,479
Management services	173,874	293,004	460,348
	<u>157,961,872</u>	<u>182,408,918</u>	<u>217,546,261</u>

13. ACCOUNTANTS' REPORT (cont'd)



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27. PROFIT BEFORE TAX

Profit before tax has been determined after charging/(crediting), amongst others, the following items:-

	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Auditor's remuneration			
- statutory	77,066	81,942	113,000
- (Over)/Under provision in prior year	(2,220)	1,730	(900)
- Non statutory	-	-	57,000
Amortisation of investment property	2,408	-	-
Amortisation of intangible asset	600	800	800
Bad debts written off:			
- Trade	-	9,322	-
- Non-trade	-	740	-
Depreciation of property, plant and equipment	2,133,239	2,729,847	3,591,764
Directors' fee	-	-	18,000
Directors' remuneration	517,319	655,016	858,820
Interest expenses:-			
- finance lease	31,874	36,206	40,368
- term loan	546,669	540,605	515,670
- others	17,735	25,302	21,433
(Gain)/Loss on disposal of property, plant and equipment	(6,156,326)	(80,599)	8,239
Property, plant and equipment written off	193,061	235,291	252,908
Gain on disposal of investment in associate	-	(2,333)	-
Rental expenses			
- hostels	324,444	402,800	972,293
- outlets	12,317,886	15,292,641	18,944,139
- premises	289,809	86,550	86,420
Rental income	(187,808)	(299,340)	(293,561)
Dividend income from quoted investment in Malaysia	(273)	(445)	(484)
Interest income	(162,954)	(190,207)	(121,010)

13. ACCOUNTANTS' REPORT (cont'd)



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28. TAX EXPENSE

	Note	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Income tax expense				
Recognised in profit or loss				
Taxation				
- current year		3,336,401	3,457,521	3,905,154
- (over)/under provision in prior year		(3,305)	(47,137)	139,638
Transfer to deferred taxation				
- current year		332,099	300,378	278,588
- under/(over) provision in prior year		119,000	139,000	(131,000)
		451,099	439,378	147,588
		3,784,195	3,849,762	4,192,380
Recognised in other comprehensive income				
Deferred tax related to net surplus on revaluation of land and buildings	22	-	451,000	-
		-	451,000	-

The provision for current year's taxation is determined by applying the Malaysian statutory tax rates on the chargeable income. The Malaysian statutory tax rate is 25% of the assessable profits for the financial year.

The above amounts are subject to the approval of the Inland Revenue Board of Malaysia.

13. ACCOUNTANTS' REPORT (cont'd)



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28. TAX EXPENSE (CONT'D)

A reconciliation of income tax expense applicable to profit before tax at the statutory tax rate to income tax expense at the effective tax rate of the Group is as follows:-

	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Profit before tax	21,639,150	16,279,320	17,702,128
Income tax at rate of 25%	5,409,787	4,069,830	4,425,532
Non-allowable expenses	360,362	347,271	425,745
Effect of income subject to the tax rate of 20% for SME*	(81,941)	(94,484)	-
Income not subject to tax	(2,015,437)	(564,241)	(654,011)
(Over)/under provision in prior year	(3,305)	(47,137)	139,638
Deferred assets not recognised in prior year	(4,271)	-	-
Utilisation of deferred assets not recognised in prior year	-	(477)	(13,524)
Under/(over) provision of deferred tax liabilities in prior year	119,000	139,000	(131,000)
Tax expense for the financial year/period	3,784,195	3,849,762	4,192,380

* A SME is defined as a company with a paid-up capital in respect of ordinary shares of RM2.5 million and below at the beginning of the basis period for the relevant year of assessment.

29. DIVIDENDS

	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Dividend declared and paid	6,700,000	5,000,000	500,000
Dividends in-specie	-	5,922,194	-
	6,700,000	10,922,194	500,000

For the FYE 31 October 2014, the Group declared and distributed dividends in-specie amounting to RM5,922,194 which are settled by way of transfer of property, plant and equipment and investment property and assignment of amount due from related party amounting to RM1,522,194, RM650,000 and RM3,750,000 respectively.

13. ACCOUNTANTS' REPORT (cont'd)



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30. PURCHASE OF PROPERTY, PLANT AND EQUIPMENT

	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Acquisition of property, plant and equipment	8,484,453	9,338,298	7,807,275
Less: Financed by lease arrangements	(417,000)	(340,000)	(119,000)
Cash payments	8,067,453	8,998,298	7,688,275

31. CASH AND CASH EQUIVALENTS

Cash and cash equivalents included in the Consolidated Statements of Cash Flows of the Group comprise the following:-

	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Short-term deposits with licensed banks	632,155	924,506	924,506
Cash and bank balances	8,810,872	7,759,444	6,091,597
	9,443,027	8,683,950	7,016,103
Less: Short-term deposits pledged to a licensed bank	(527,500)	(597,500)	(597,500)
	8,915,527	8,086,450	6,418,603

32. EMPLOYEE BENEFITS EXPENSE

	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Salaries and other emoluments	13,467,334	15,872,766	20,374,780
Defined contribution plan	1,093,262	1,211,028	1,240,829
Social security contributions	134,296	158,392	161,174
	14,694,892	17,242,186	21,776,783

13. ACCOUNTANTS' REPORT (cont'd)



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32. EMPLOYEE BENEFITS EXPENSE (CONT'D)

Included in the employee benefits expense is the Directors' remuneration as below:-

	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Salaries and other emoluments	433,973	549,894	723,267
Defined contribution plan	82,726	104,502	134,675
Social security contributions	620	620	878
	517,319	655,016	858,820

33. SIGNIFICANT RELATED PARTY TRANSACTIONS

(a) Significant related party transactions during the financial year were as follows:-

	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Transactions with an associate			
Sale to	-	(317,517)	-
Management fees charged to	-	(293,004)	(460,348)
Interest expense charged to	-	(43,678)	(44,886)
Loan to	-	1,548,172	-
Transactions with related parties			
Purchases charged by	1,310,829	1,430,653	1,398,755
Rental – office charged by	45,438	3,779	72,000
– hostel charged by	38,832	38,832	69,600
Sales to	(3,535,222)	(3,916,226)	(1,578,399)
Design fees charged by	20,000	60,000	-
Maintenance fee charged to	(84,000)	(84,000)	(42,000)
Advertising and promotion charged to	(40,398)	(53,687)	(17,862)
Loans from	392,913	-	-

13. ACCOUNTANTS' REPORT (cont'd)



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33. SIGNIFICANT RELATED PARTY TRANSACTIONS (CONT'D)

(b) Compensation of key management personnel

The remuneration of Directors and other members of key management personnel during the financial year are as follows:-

	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Salaries and other emoluments	698,804	952,404	1,321,954
Defined contribution plan	111,366	150,826	201,732
Social security contributions	2,479	2,718	3,771
	812,649	1,105,948	1,527,457

Other members of key management personnel comprise person other than the Directors of the Group, having authority and responsibility for planning, directing and controlling the activities of the group either directly or indirectly.

34. LEASE COMMITMENTS

Non-cancellable lease commitments pertaining to the Group in respect of rental of premises are as follows:-

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Not later than one year	8,481,445	8,868,315	15,191,534
Later than one year but not later than two years	7,192,115	5,466,962	8,882,493
Later than two year but not later than five years	186,452	45,272	3,427,709
	15,860,012	14,380,549	27,501,736

35. CAPITAL COMMITMENTS

Capital expenditure not provided for in the financial information are as follows:-

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Authorised and contracted for: -Purchase of property, plant and equipment	394,600	394,600	1,431,746

13. ACCOUNTANTS' REPORT (cont'd)



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36. CONTINGENT LIABILITIES

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Corporate guarantee in favour of related party for banking facilities granted to a related party	8,423,185	8,300,263	-
Bank guarantee in favour of an associate for security deposit of tenancy	527,500	527,500	527,500
	<u>8,950,685</u>	<u>8,827,763</u>	<u>527,500</u>

On 13 July 2015, the financial institution has approved in writing the discharge of the abovementioned corporate guarantee subject to the fulfillment of certain conditions stipulated therein, of which have been fulfilled and complied with.

37. CATEGORIES OF FINANCIAL INSTRUMENTS

The table below provides an analysis of financial instruments categorised as follows:-

- (i) Loans and receivables ("L&R");
- (ii) Available-for-sale financial assets ("AFS"); and
- (iii) Other liabilities measured at amortised cost ("AC")

	Carrying amount RM	L&R RM	AFS RM	AC RM
31.10.2013				
Financial assets				
Other investment	5,192	-	5,192	-
Trade receivables	2,309,452	2,309,452	-	-
Other receivables	7,389,180	7,389,180	-	-
Amount due from associates	4,810,440	4,810,440	-	-
Amount due from related parties	620,283	620,283	-	-
Short-term deposits with licensed bank	632,155	632,155	-	-
Cash and bank balances	8,810,872	8,810,872	-	-
	<u>24,577,574</u>	<u>24,572,382</u>	<u>5,192</u>	<u>-</u>
Financial liabilities				
Trade payables	11,719,454	-	-	11,719,454
Other payables	8,973,736	-	-	8,973,736
Amount due to related parties	1,851,593	-	-	1,851,593
Amount due to a Director	67,821	-	-	67,821
Finance lease liabilities	660,725	-	-	660,725
Bank borrowings	8,805,587	-	-	8,805,587
	<u>32,078,916</u>	<u>-</u>	<u>-</u>	<u>32,078,916</u>

13. ACCOUNTANTS' REPORT (cont'd)



37. CATEGORIES OF FINANCIAL INSTRUMENTS (CONT'D)

	Carrying <u>amount</u> RM	<u>L&R</u> RM	<u>AFS</u> RM	<u>AC</u> RM
31.10.2014				
Financial assets				
Other investment	5,192	-	5,192	-
Trade receivables	839,327	839,327	-	-
Other receivables	10,700,962	10,700,962	-	-
Amount due from associate	1,715,467	1,715,467	-	-
Amount due from related parties	4,385	4,385	-	-
Short-term deposits with licensed bank	924,506	924,506	-	-
Cash and bank balances	7,759,444	7,759,444	-	-
	<u>21,949,283</u>	<u>21,944,091</u>	<u>5,192</u>	<u>-</u>
Financial liabilities				
Trade payables	14,682,637	-	-	14,682,637
Other payables	10,545,730	-	-	10,545,730
Amount due to related parties	167,842	-	-	167,842
Amount due to a Director	336,675	-	-	336,675
Finance lease liabilities	784,034	-	-	784,034
Bank borrowings	10,334,765	-	-	10,334,765
	<u>36,851,683</u>	<u>-</u>	<u>-</u>	<u>36,851,683</u>
31.10.2015				
Financial assets				
Other investment	5,192	-	5,192	-
Trade receivables	4,169,387	4,169,387	-	-
Other receivables	13,666,083	13,666,083	-	-
Amount due from associate	1,243,628	1,243,628	-	-
Amount due from related parties	1,394	1,394	-	-
Short-term deposits with licensed bank	924,506	924,506	-	-
Cash and bank balances	6,091,597	6,091,597	-	-
	<u>26,101,787</u>	<u>26,096,595</u>	<u>5,192</u>	<u>-</u>
Financial liabilities				
Trade payables	21,446,386	-	-	21,446,386
Other payables	9,598,960	-	-	9,598,960
Amount due to related parties	130,774	-	-	130,774
Amount due to a Director	5,426	-	-	5,426
Finance lease liabilities	664,522	-	-	664,522
Bank borrowings	9,542,770	-	-	9,542,770
	<u>41,388,838</u>	<u>-</u>	<u>-</u>	<u>41,388,838</u>

13. ACCOUNTANTS' REPORT (cont'd)



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38. FINANCIAL RISK MANAGEMENT OBJECTIVES - POLICIES

The Group is exposed to financial risks arising from its operations and the use of financial instruments. Financial risk management policy is established to ensure that adequate resources are available for the development of the Group's business whilst managing its credit risk, liquidity risk and interest rate risk. The Group operates within clearly defined policies and procedures that are approved by the Board of Directors to ensure the effectiveness of the risk management process.

The main areas of financial risks faced by the Group and the policy in respect of the major areas of treasury activity are set out as follows:-

38.1 Credit risk

Credit risk is the risk of a financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. It is the Group's policy to enter into financial instrument with a diversity of creditworthy counterparties. The Group does not expect to incur material credit losses of its financial assets or other financial instruments.

Concentration of credit risk exists when changes in economic, industry and geographical factors similarly affect the group of counterparties whose aggregate credit exposure is significant in relation to the Group's total credit exposure. The Group's portfolio of financial instrument is broadly diversified along industry, product and geographical lines, and transactions are entered into with diverse creditworthy counterparties, thereby mitigating any significant concentration of credit risk.

It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. The Group does not offer credit terms without the approval of the head of credit control.

Following are the area where the Group is exposed to credit risk:-

(i) Receivables

At the end of the reporting date, the maximum exposure to credit risk arising from receivables is limited to the carrying amounts in the statements of financial position.

With a credit policy in place to ensure the credit risk is monitored on an ongoing basis, management has taken reasonable steps to ensure that receivables that are neither past due nor impaired are stated at their realisable values. A significant portion of these receivables are regular customers that have been transacting with the Group. The Group uses ageing analysis to monitor the credit quality of the receivables. Any receivables having significant balances past due more than credit terms granted are deemed to have higher credit risk and are monitored individually.

In respect of trade and other receivables, the Group is not exposed to any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. Trade receivables consist of a large number of customers in various industries and geographical areas. Based on the historical information about customer default rates, management consider the credit quality of trade receivables that are not past due or impaired to be good.

13. ACCOUNTANTS' REPORT (cont'd)



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38. FINANCIAL RISK MANAGEMENT OBJECTIVES - POLICIES (CONT'D)

38.1 Credit risk (cont'd)

(i) Receivables (cont'd)

The ageing analysis of trade receivables are as follows:

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Not past due	1,809,395	580,579	3,767,824
Past due 1 to 30 days	83,634	98,877	104,550
Past due 31 to 60 days	14,337	5,155	36,617
Past due 61 to 90 days	60,986	47,031	120,366
More than 90 days	341,100	107,685	140,030
	2,309,452	839,327	4,169,387

The net carrying amount of trade receivables is considered a reasonable approximate of fair values. The maximum exposure to credit risk is the carrying value of each class of receivables mentioned above.

Trade receivables that are neither past due nor impaired are creditworthy receivables with payment records with the Group. None of the Group's trade receivables that are neither past due nor impaired have been renegotiated during the financial year.

As at 31 October 2015, trade receivables of RM401,563, (2014: RM258,748 and 2013: RM500,057) for the Group respectively were past due but not impaired. These relate to a number of independent customers for whom there is no recent history of default.

In respect of trade receivables, the Group are not exposed to any significant credit risk exposure to any single counterparty or any group of counter parties having similar characteristics. Trade receivables consist of a larger number of customers in difference background.

Based on the historical information about customer default rates, management considers the credit quality of trade receivables.

(ii) Inter company balances

The maximum exposure to credit risk is represented by their carrying amount in the statements of financial position.

The Group provides unsecured advance to associates and related parties and monitors the results of the associate and related parties regularly. As at the end of the reporting period, there was no indication that the advances to the associates and related parties are not recoverable.

13. ACCOUNTANTS' REPORT (cont'd)



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38. FINANCIAL RISK MANAGEMENT OBJECTIVES - POLICIES (CONT'D)

38.2 Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due.

In managing its exposures liquidity risk arises principally from its various payables, loans and borrowings, the Group maintains a level of cash and cash equivalents and bank facilities deemed adequate by the management to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due.

The Group aims at maintaining a balance of sufficient cash and deposits and flexibility in funding by keeping diverse sources of committed and uncommitted credit facilities from various banks.

The summary of the maturity profile based on the contractual undiscounted repayment obligation is as follows:-

	Carrying amount RM	Contractual cash flow RM	Within 1 year RM	1 to 2 years RM	2 to 5 years RM	More than 5 years RM
2013						
Trade payables	11,719,454	11,719,454	11,719,454	-	-	-
Other payables	8,973,736	8,973,736	8,973,736	-	-	-
Amount due to related parties	1,851,593	1,851,593	1,851,593	-	-	-
Amount due to a Director	67,821	67,821	67,821	-	-	-
Finance lease liabilities	660,725	732,710	239,225	267,485	226,000	-
Bank borrowing	8,805,587	10,780,329	1,432,668	1,422,297	4,194,396	3,730,968
	<u>32,078,916</u>	<u>34,125,643</u>	<u>24,284,497</u>	<u>1,689,782</u>	<u>4,420,396</u>	<u>3,730,968</u>
2014						
Trade payables	14,682,637	14,682,637	14,682,637	-	-	-
Other payables	10,545,730	10,545,730	10,545,730	-	-	-
Amount due to related parties	167,842	167,842	167,842	-	-	-
Amount due to a Director	336,675	336,675	331,249	5,426	-	-
Finance lease liabilities	784,034	867,980	267,485	538,140	62,355	-
Bank borrowing	10,334,765	13,917,644	1,740,120	1,729,749	5,116,752	5,331,023
	<u>36,851,683</u>	<u>40,518,508</u>	<u>27,735,063</u>	<u>2,273,315</u>	<u>5,179,107</u>	<u>5,331,023</u>

13. ACCOUNTANTS' REPORT (cont'd)



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38. FINANCIAL RISK MANAGEMENT OBJECTIVES - POLICIES (CONT'D)

38.2 Liquidity risk (cont'd)

The summary of the maturity profile based on the contractual undiscounted repayment obligation is as follows (cont'd):-

	Carrying amount RM	Contractual cash flow RM	Within 1 year RM	1 to 2 years RM	2 to 5 years RM	More than 5 years RM
2015						
Trade payables	21,446,386	21,446,386	21,446,386	-	-	-
Other payables	9,598,960	9,598,960	9,598,960	-	-	-
Amount due to related parties	130,774	130,774	130,774	-	-	-
Amount due to a Director	5,426	5,426	5,426	-	-	-
Finance lease liabilities	664,522	725,831	254,923	207,028	263,880	-
Bank borrowing	9,542,770	11,442,730	1,741,027	1,740,120	5,220,360	2,741,223
	41,388,838	43,350,107	33,177,496	1,947,148	5,484,240	2,741,223

38.3 Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market interest rates.

The Group's interest rate management objective is to manage the interest expenses consistent with maintaining an acceptable level of exposure to interest rate fluctuation. In order to achieve this objective, the Group's targets a mix of fixed and floating debt based on assessment of its existing exposure and desired interest rate profile.

The interest rate profile of the Group's significant interest bearing financial instruments based on the carrying amounts as at the end of the reporting period were as follows:-

	As at 31.10.2013 RM	As at 31.10.2014 RM	As at 31.10.2015 RM
Fixed rate instruments			
<u>Financial asset</u>			
Short-term deposits with licensed bank	632,155	924,506	924,506
<u>Financial liability</u>			
Finance lease liabilities	660,725	784,034	664,522
Floating rate instruments			
<u>Financial liability</u>			
Bank borrowings	8,805,587	10,334,765	9,542,770
	10,098,467	12,043,305	11,131,798

13. ACCOUNTANTS' REPORT (cont'd)



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38. FINANCIAL RISK MANAGEMENT OBJECTIVES - POLICIES (CONT'D)

38.3 Interest rate risk (cont'd)

The Group does not account for any fixed rate financial assets and liabilities through profit or loss, and the Group does not designate derivatives as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rate at the reporting date would not affect profit or loss for the FYE 31 October 2013 to 2015.

The following table illustrates the sensitivity of profit and equity to a reasonable possible change in interest rates of +/- 50 basis point ("bp"). These changes considered to be reasonably possible based on observation of current market conditions. The calculations are based on a change in the average market interest rate for each period and the financial instruments held at each reporting date that are sensitive to changes in interest rates. All other variables are held constant.

	FYE 31.10.2013 RM	FYE 31.10.2014 RM	FYE 31.10.2015 RM
Effect on profit for the financial year and equity			
+50 bp	(44,028)	(51,674)	(47,714)
-50 bp	44,028	51,674	47,714

38.4 Fair value of financial instruments

The carrying amounts of short term receivables and payables, cash and cash equivalents and short-term borrowings approximate their fair values due to the relatively short-term nature of these financial instruments and insignificant impact of discounting.

The table below analyses financial instruments carried at fair value and those not carried at fair value for which fair value is disclosed, together with their values and carrying amounts shown in the statement of financial position.

	Fair value of financial instruments carried at fair value Level 1 RM	Fair value of financial instruments not carried at fair value Level 2 RM	Carrying amount RM
2013			
Financial asset			
Quoted shares	5,535	-	5,192
Financial liabilities			
Finance lease liabilities	-	612,041	660,725
Bank borrowings	-	8,598,842	8,805,587
2014			
Financial asset			
Quoted shares	6,150	-	5,192

13. ACCOUNTANTS' REPORT (cont'd)



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38.4 Fair value of financial instruments (cont'd)

	Fair value of financial instruments carried at fair value Level 1 RM	Fair value of financial instruments not carried at fair value Level 2 RM	Carrying amount RM
Financial liabilities			
Finance lease liabilities	-	725,191	784,034
Bank borrowings	-	9,288,265	10,334,765
2015			
Financial asset			
Quoted shares	6,232	-	5,192
Financial liabilities			
Finance lease liabilities	-	628,376	664,522
Bank borrowings	-	8,673,649	9,542,770

There were no transfers between Level 1 and Level 2 during the financial year (2014 and 2013: no transfer in either direction).

Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as of the date of the event or change in circumstances that caused the transfer.

Level 1 Fair Value

Level 1 fair value is derived from quoted price (unadjusted) in active markets for identical financial assets or liabilities that the entity can access at the measurement date.

Level 2 Fair Value

Level 2 fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the financial assets or liabilities, either directly or indirectly.

39. CAPITAL MANAGEMENT

The Group's objectives when managing capital is to maintain a strong capital base and safeguard the Group's ability to continue as a going concern, so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Directors monitor and determine to maintain an optimal debt-to-equity ratio and ensure that the Group complies with debt covenants imposed by bankers.

There were no changes in the Group's approaches to capital management during the financial year.

13. ACCOUNTANTS' REPORT (cont'd)

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40. SIGNIFICANT EVENTS SUBSEQUENT TO THE STATEMENT OF FINANCIAL POSITION DATE

There are no significant events subsequent to the statement of financial position date except as follows:

- (a) On 10 December 2015, Securities Commission Malaysia (“SC”) had approved the proposed admission of Bison to the Official List and the listing of and quotation for entire enlarged issued and paid-up share capital of Bison’s shares on the Main Market of Bursa Malaysia Securities Berhad.
- (b) 20 January 2016, Bursa Malaysia Securities Berhad (“Bursa Securities”) had approved the admission of Bison to the Official List and the listing and quotation of its entire issued and paid-up share capital of RM62,014,000 comprising 310,070,000 ordinary shares of RM0.20 each under the “Trading/Services” sector on the Main Market of Bursa Securities.

41. AUDITED CONSOLIDATED FINANCIAL STATEMENTS

No audited Consolidated Financial Statements have been prepared in respect of any period subsequent to 31 October 2015.

14. DIRECTORS' REPORT



Date: 23 FEB 2016

The Shareholders of Bison Consolidated Berhad

Unit 07-02, Level 7, Persoft Tower
6B Persiaran Tropicana
Tropicana Golf & Country Club
47410 Petaling Jaya
Selangor Darul Ehsan

Dear Sir/Madam,

On behalf of the Board of Directors of Bison Consolidated ("**Bison**"), I wish to report after due inquiry by the Board of Directors of Bison, during the period from 31 October 2015 (being the date which the last audited financial statements of Bison and its subsidiaries (collectively, the "**Group**") have been made up to) to the date of this letter (being a date not earlier than 14 days before the issue of this Prospectus), that:

- (a) the business of the Group has, in the opinion of the Directors, been satisfactorily maintained;
- (b) in the opinion of the Directors, no circumstances have arisen since the last audited financial statements of Bison, which have adversely affected the trading or the value of the assets of the Group;
- (c) the current assets of the Group appear in the books at values which are believed to be realisable in the ordinary course of business;
- (d) save as disclosed in Section 11.1.4(ii) of this Prospectus, there are no contingent liabilities by reason of any guarantees or indemnities given by the Group;
- (e) there has been, since the last audited financial statements of the Group, no default or any known event that could give rise to a default situation, on payments of either interest and/or principal sums in respect of any borrowings by Bison or any of its subsidiaries; and
- (f) there has been, since the last audited financial statements of the Group, no material change in the published reserves or any unusual factor affecting the profits of the Group.

Yours faithfully
For and on behalf of the Board of Directors of
Bison Consolidated Berhad


Dang Tai Luk
Managing Director

BISON CONSOLIDATED BERHAD (1039846-T)

258-259, Jalan KIP 4, KIP Industrial Park, 52200 Kuala Lumpur, Malaysia Tel 603 6273 6366 Fax 603 6277 4911 Email bison@mynews.com.my
Facebook <https://www.facebook.com/myNEWS.com.my>

15. STATUTORY AND OTHER GENERAL INFORMATION

15.1 Share capital

- (a) Save as disclosed in this Prospectus, no securities will be allotted or issued or offered on the basis of this Prospectus later than 12 months after the date of the issue of this Prospectus.
- (b) There is no founder, management or deferred share in our Company. As at the date of this Prospectus, our Company has 1 class of shares, namely ordinary shares of RM0.20 each, all of which rank equally with one another.
- (c) Save as disclosed in Sections 3.6, 4.3, 6.2, 6.3 and 6.4 of this Prospectus, no shares, stocks or debentures of our Group have been issued or proposed to be issued as fully or partly paid-up in cash or otherwise, within the 2 years preceding the date of this Prospectus.
- (d) None of the share capital of our Company or any of our subsidiaries is under option, or agreed conditionally or unconditionally to be put under option as at the date of this Prospectus.
- (e) Save for the 2,800,000 IPO Shares reserved for the Eligible Persons as disclosed in Section 4.3.3 of this Prospectus and subject to our Listing as disclosed in Section 4 of this Prospectus, there is currently no other scheme involving our employees and Directors of our Group.
- (f) Our Company and our subsidiaries do not have any outstanding convertible debt security as at the date of this Prospectus.

15.2 Extracts of our Articles

The following is extracted from our Articles and is qualified in its entirety by the remainder of our Articles and by applicable law. The words and expressions appearing in the following provisions shall bear the same meanings used in our Articles unless otherwise defined or the context otherwise require:

15.2.1 Transfer of securities

The provisions in our Articles in respect of the arrangements for transfer of the securities and restrictions on their free transferability are as follows:

“Article 27

The instrument of transfer of any Securities shall be in writing and in the form approved in the Rules and shall be executed by or on behalf of the transferor and transferee, and the transferor shall be deemed to remain the holder of the securities until the name of the transferee is entered in the Record of Depositors in respect thereof. The transfer of any listed Securities or class of listed Securities of the Company, shall be by way of book entry by the Bursa Depository in accordance with the Rules and, notwithstanding Sections 103 and 104 of the Act, but subject to Section 107C(2) of the Act and any exemption that may be made from compliance with Section 107C(1) of the Act, the Company shall be precluded from registering and effecting any transfer of such listed Securities.

Article 28

Subject to the Rules and Listing Requirements, the transfer of any Securities may be suspended at such times and for such periods as the Directors may from time to time determine. Ten (10) Market Days' notice, or such other period as may from time to time be specified by the Exchange governing the Register concerned, of intention to close the Register shall be given to the Exchange. At least three (3) Market Days' prior notice shall be given to the Bursa Depository to prepare the appropriate Record of Depositors.

15. STATUTORY AND OTHER GENERAL INFORMATION (cont'd)**Article 29**

The Bursa Depository may refuse to register any transfer of Deposited Security that does not comply with the Central Depositories Act and the Rules.

Article 30

Subject to the provisions of these Articles, the Directors may recognise a renunciation of any share by the allottee thereof in favour of some other person.

Article 30A

Subject to any law in Malaysia for the time being in force, neither the Company nor the Directors nor any of its officers shall incur any liability for the act of the Bursa Depository in registering or acting upon a transfer of Securities apparently made by a Member or any person entitled to the Securities by reason of death, bankruptcy or insanity of a Member although the same may, by reason of any fraud or other causes not known to the Company or the Directors or the Bursa Depository or other officers, be legally inoperative or insufficient to pass the property in the Securities proposed or professed to be transferred, and although the transfer may, as between the transferor Member and the transferee, be liable to be set aside and notwithstanding that the Company may have notice that such instrument or transfer was signed or executed and delivered by the transferor Member in the blank as to the name of the transferee, of the particulars of the Securities transferred or otherwise in defective manner. And in every case, the person registered as transferee, his executors, administrators and assignees alone shall be entitled to be recognised as the holder of such Securities and the previous holder shall, so far as the Company is concerned, be deemed to have transferred his whole title thereto."

15.2.2 Remuneration of Directors

The provisions in our Articles in respect of remuneration of our Directors are as follows:

"Article 97

The Directors shall be paid by way of fees for their services, such fixed sum (if any) shall from time to time be determined by the Company in general meeting and such fees shall be divided among the Directors in such proportions and manner as the Directors may determine PROVIDED ALWAYS that:

- (a) fee payable to Directors who hold no executive office in the Company shall be paid by a fixed sum and not by a commission on or percentage of profits or turnover;
- (b) salaries and other emoluments payable to Directors in their capacity as an executive in the Company pursuant to a contract of service need not be determined by the Company in general meeting but such salaries and emoluments may not include a commission on or percentage of turnover;
- (c) fees payable to Directors shall not be increased except pursuant to a resolution passed at a general meeting, where notice of the proposed increase has been given in the notice convening the meeting; and
- (d) any fee paid to an alternate Director shall be agreed between himself and the Director nominating him and shall be paid out of the remuneration of the latter.

Article 98

- (1) The Directors shall be paid for all their meeting attendance allowances, travelling, hotel and other expenses properly and necessarily expended by them in and about the business of the Company including their travelling and other expenses incurred in attending meetings of the Directors or any committee of the Directors or general meetings or otherwise.

15. STATUTORY AND OTHER GENERAL INFORMATION (cont'd)

- (2) If any Director being willing shall be called upon to perform extra services or to make any special exertions in going or residing away from his usual place of business or residence for any of the purposes of the Company or in giving special attention to the business of the Company as a member of a committee of Directors, the Company may remunerate the Director so doing either by a fixed sum or otherwise (other than by a sum to include a commission on or percentage of turnover) as may be determined by the Board provided that in the case of non-executive Directors, the said remuneration shall not include a commission on or percentage of profits or turnover. In the case of an executive Director, such fee may be either in addition to or in substitution for his share in the fee from time to time provided for the Directors.

Article 129(1)

A Director may from time to time nominate any person to act as his alternate Director and at his discretion remove such alternate Director, but the appointment of such alternate Director shall not take effect until approved by a majority of the other Directors PROVIDED ALWAYS that any fee paid by the Company to an alternate Director shall be deducted from that Director's remuneration.

Article 131

The remuneration of a Director holding an executive office pursuant to these Articles shall, subject to Article 97, be fixed by the Board and may be by way of salary or commission or participation in profits or otherwise or by any or all of these modes but shall not include a commission on or percentage of turnover."

15.2.3 Voting and borrowing powers of Directors

The provisions in our Articles dealing with voting powers of our Directors in the proposals, arrangements or contracts in which they are interested in and the borrowing powers exercisable by them and how such borrowing powers can be varied are as follows:

"Article 102

The Directors may exercise all the powers of the Company to borrow money and to mortgage or charge its undertaking, property and uncalled capital, or any part thereof and to issue debentures and other securities whether outright or as security for any debt, liability or obligation of the Company or subsidiary company or associate company or any related third party subject to the law including but not limited to the provisions of the Act and the Listing Requirements, as they may think fit.

Article 103

The Directors shall not borrow any money or mortgage or charge any of the Company's or its subsidiaries' undertaking, property or uncalled capital, or issue debentures or other securities, whether outright or as security, for any debt, liability or obligation of an unrelated third party.

Article 104

The Directors may establish or arrange any contributory or non-contributory pension or superannuation scheme, share option/incentive scheme and trusts or other funds for the benefit of, or pay a gratuity, pension or emolument, and to issue and allot and/or transfer shares or Securities to any person who is or has been employed by or in the service of the Company or any subsidiary of the Company, or to any person who is or has been a Director or other officer of and holds or has held salaried employment in the Company or any such subsidiary, and the widow, family or dependants of any such person. The Directors may also subscribe to any association or fund which they consider to be for the benefit of the Company or any such subsidiary or any such person as aforesaid and make payments for or towards any hospital or scholastic expenses and any Director holding such salaried employment

15. STATUTORY AND OTHER GENERAL INFORMATION *(cont'd)*

shall be entitled to retain any benefit received by him under this Article subject only, where the Act requires, to proper disclosure to the Members and the approval of the Company in general meeting.

Article 110

Subject always to the Act and requirements of the Exchange, a Director may hold any other office or place of profit under the Company (other than the office of Auditor) in conjunction with his office of Director for such period and on such terms (as to remuneration and otherwise) as the Directors may determine and no Director or intending Director shall be disqualified by his office from contracting with the Company either with regard to his tenure of any such other office or place of profit or as vendor, purchaser or otherwise nor shall any such contracts, or any contract or arrangement entered into by or on behalf of the Company in which any Director is in any way interested, be liable to be avoided, nor shall any Director so contracting or being so interested be liable to account to the Company for any profit realised by any such contract or arrangement by reason of such Director holding that office or of the fiduciary relationship thereby established but the nature and extent of interest must be declared by him at the meeting of the Directors at which the contract or arrangement is determined, if the interest then exists or in any other case, at the first meeting of the Directors after the acquisition of the interest.

Article 125

A Director shall not participate in any discussion or vote in regard to any contract or proposed contract or arrangement in which he has, directly or indirectly, an interest (and if he shall do so his vote shall not be counted).

Article 126

A Director notwithstanding his interest may, provided that none of the other Directors present disagree, be counted in the quorum present at any meeting whereat any decision is taken upon any contract or proposed contract or arrangement in which he is in any way interested PROVIDED ALWAYS that he has complied with Section 131 and all other relevant provisions of the Act and these Articles.

Article 127

A Director may vote in respect of:

- (a) any arrangement for giving the Director himself or any other Directors any security or indemnity in respect of money lent by him to or obligations undertaken by him for the benefit of the Company; and
- (b) any arrangement for the giving by the Company of any security to a third party in respect of a debt or obligation of the Company for which the Director himself or any other Director has assumed responsibility in whole or in part, under a guarantee or indemnity or by the deposit of a security.

Article 128

A Director of the Company may be or become a director or other officer of or otherwise interested in any corporation promoted by the Company or in which the Company may be interested as shareholder or otherwise or any corporation which is directly and indirectly interested in the Company as shareholder or otherwise and no such Director shall be accountable to the Company for any remuneration or other benefit received by him as a director or officer of, or from his interest in, such corporation unless the Company otherwise directs at the time of his appointment. The Directors may exercise the voting power conferred by the shares or other interest in any such other corporation held or owned by the Company, or exercisable by them as directors of such other corporation, in such manner and in all respects as they think fit (including the exercise thereof in favour of any resolution appointing themselves or any of the Directors or other officers of such corporation), and any Director may vote in favour of the exercise of such voting rights in manner aforesaid, notwithstanding

15. STATUTORY AND OTHER GENERAL INFORMATION (cont'd)

that he may be or is about to be appointed a director or other officer of such corporation and as such is or may become interested in the exercise of such voting rights in the manner aforesaid.”

15.2.4 Changes in capital and variation of class rights

The provisions in our Articles in respect of the changes in capital or variation of class rights, which are as stringent as those provided in the Act, are as follows:

“Article 4

Subject to the Act and these Articles, shares in the Company may be issued by the Directors and any such shares may be issued with such preferred, deferred or other special rights or such restrictions, whether in regard to dividend, voting, return of capital, or otherwise as the Directors, subject to any ordinary resolution of the Company, may determine.

Article 5

Without prejudice to any special rights previously conferred on the holders of any existing shares or class of shares and subject to the provisions of these Articles, the Act and the provisions of any resolution of the Company, shares in the Company may be issued by the Directors, who may allot, or otherwise dispose of such shares to such persons, on such terms and conditions, with such preferred, deferred or other special rights, and subject to such restrictions and at such times as the Directors may determine but the Directors in making any issue of shares shall comply with the following conditions:

- (a) no shares shall be issued at a discount except in compliance with the provisions of Section 59 of the Act;
- (b) in the case of shares of a class, other than ordinary shares, no special rights shall be attached until the same have been expressed in these Articles and in the Members’ resolution creating the same;
- (c) every issue of shares or options to employees shall be approved by Members in general meeting and such approval shall specifically detail the amount of shares or options to be issued to such employees;
- (d) except in the case of an issue of securities on a pro rata basis to shareholders or pursuant to a back-to-back placement undertaken in compliance with the Listing Requirements, a Director of the Company shall not participate, directly or indirectly, in an issue of ordinary shares or other securities with rights of conversion to ordinary shares or in a share issuance scheme unless the shareholders of the Company in general meeting have approved the specific allotment to be made to the Director and the Director has abstained from voting on the relevant resolution;
- (e) without limiting the generality of Section 132D of the Act, the Company must not issue any ordinary shares or other securities with rights of conversion to ordinary shares if the nominal value of those shares or securities, when aggregated with the nominal value of any such shares or securities which the Company has issued during the preceding twelve (12) months, exceeds ten percent (10%) of the nominal value of the issued and paid-up capital (excluding treasury shares) of the Company, except where the shares or securities are issued with the prior shareholder approval in a general meeting of the precise terms and conditions of the issue; and
- (f) in working out the number of shares or securities that may be issued by the Company, if the security is a convertible security, each such security is counted as the maximum number of shares into which it can be converted or exercised.

15. STATUTORY AND OTHER GENERAL INFORMATION (cont'd)

Article 6

Subject to the Act, any preference shares may with the sanction of an ordinary resolution, be issued on the terms that they are, or at the option of the Company are liable, to be redeemed but the total nominal value of the issued preference shares shall not exceed the total nominal value of the issued ordinary shares at any time. The Company shall have the power to issue preference capital ranking equally with, or in priority to, preference shares already issued. Preference shareholders shall have the same rights as ordinary shareholders as regards receiving notices, reports and audited accounts and attending meetings of the Company. Preference shareholders shall also have the right to vote at any meeting convened for the purpose of reducing the share capital or winding up or during the winding up of the Company, or on a proposal for the disposal of the whole of the Company's property, business and undertaking, or where any resolution to be submitted to the meeting directly affects their rights and/or privileges attached to the shares, or when the dividend or part of the dividend on the preference shares is in arrears for more than six (6) months.

Article 8

Subject to the provisions of Sections 55 and 65 of the Act, if at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, whether or not the Company is being wound up, be varied with the sanction of a special resolution passed at a separate meeting of the shareholders of that class. Where the necessary majority of such a special resolution is not obtained at the meeting, consent in writing if obtained from the holders of not less than three-fourths (3/4) of the issued shares of that class within two (2) months of the meeting, shall be as valid and effectual as a special resolution carried at the meeting. To every such separate general meeting, the provisions of these Articles relating to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two (2) persons who are shareholders present in person or represented by proxy, one-third (1/3) of the issued shares of the class and that any holder of shares of the class present in person or by proxy may demand a poll. To every such special resolution, the provisions of Section 152 of the Act shall with such adaptations as are necessary, apply.

Article 9

The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking as regards participation in the profits or assets of the Company in some or in all respects *pari passu* therewith.

Article 52

The Company may from time to time, whether all the shares for the time being authorised shall have been issued or all the shares for the time being issued shall have been fully paid up or not, by ordinary resolution increase its share capital by the creation and issue of new shares, such new capital to be of such amount to be divided into shares of such respective amounts and to carry such rights or to be subjected to such conditions or restrictions in regard to dividend, return of capital or otherwise as the Company may, by the resolution authorising such increase, direct.

15. STATUTORY AND OTHER GENERAL INFORMATION (cont'd)**Article 54**

Except so far as otherwise provided by the conditions of issue, any capital raised by the creation of new shares shall be considered as part of the original share capital of the Company, and shall be subject to the same provisions with reference to the payment of calls, lien, transfer, transmission, forfeiture and otherwise as the original share capital.

Article 55

The Company may by ordinary resolution:

- (a) consolidate and divide all or any of its share capital into shares of larger amount than its existing shares;
- (b) divide its share capital or any part thereof into shares of smaller amount than is fixed by the Memorandum of Association by subdivision of its existing shares or any of them subject nevertheless to the provisions of the Act and so that as between the resulting shares, one or more of such shares may, by the resolution by which such sub-division is effected, be given any preference or advantage as regards dividend, return of capital, voting or otherwise over the others or any other of such shares; and
- (c) cancel shares which at the date of the passing of the resolution in that behalf have not been taken or agreed to be taken by any person or which have been forfeited and diminish the amount of its share capital by the amount of the shares so cancelled.

Article 57

The Company may, by special resolution, reduce its share capital, any capital redemption reserve fund or any share premium account in any manner and with, and subject to, any authorisation, and consent required by law."

15.3 Limitation on the right to hold securities and/or exercise voting rights

Save for Article 78 as set out below which has been reproduced from our Articles, there is no limitation on the right to own securities including limitation on the right of non-residents or foreign shareholders to hold or exercise their voting rights on our Shares imposed by law or by the constituent documents of our Company:

"Article 78

No person shall be entitled to be present or to vote on any resolution either as a Member or otherwise as a proxy or attorney or representative at any general meeting or demand a poll or be reckoned in the quorum in respect of any shares upon which calls are due and unpaid."

15.4 Deposited securities and rights of Depositors

As our Shares are proposed for quotation on the Official List, such Shares must be prescribed as shares required to be deposited with Bursa Depository. Upon such prescription, a holder of our Shares must deposit his Shares with Bursa Depository on or before the date fixed, failing which our share registrar will be required to transfer the Shares to the Minister of Finance and such Shares may not be traded on Bursa Securities.

Dealing in our Shares deposited with Bursa Depository may only be effected by a person having a securities account with Bursa Depository ("**Depositor**") by means of entries in the securities account of that Depositor.

A Depositor whose name appears in the Record of Depositors maintained by Bursa Depository in respect of our Shares shall be deemed to be our shareholder and shall be entitled to all rights, benefits, powers and privileges and be subject to all liabilities, duties and obligations in respect of, or arising from, such Shares.

15. STATUTORY AND OTHER GENERAL INFORMATION *(cont'd)***15.5 General**

- (a) Save as disclosed in Section 4.8 of this Prospectus, no commissions, discounts, brokerages or other special terms have been paid or is payable by our Group within the 2 years immediately preceding the date of this Prospectus for subscribing or agreeing to subscribe or procuring or agreeing to procure subscriptions for any share in or debenture of our Group and in connection with the issue or sale of any capital of our Group and no Director or Promoter or expert is or are entitled to receive any such payment or any other benefits.
- (b) During the last financial year and the current financial period up to the LPD, there were no:
 - (i) public take-over offers by third parties in respect of our Company's securities; and
 - (ii) public take-over offers by our Company in respect of any other company's securities.
- (c) Save as disclosed in Section 9.2.2 of this Prospectus, there is no person, so far as known to us, who directly or indirectly, jointly or severally, exercise control over us.

15.6 Material contracts

Save as disclosed below, our Company and our subsidiaries have not entered into any material contract which is not in the ordinary course of our Group's business during the 2 years preceding the LPD:

- (a) a sale of shares agreement dated 30 October 2014 entered into between Bison Stores and Evertop Cleaners where Bison Stores agreed to sell and Evertop Cleaners agreed to purchase Bison Stores' entire interests in Nova Dynasty representing 50% of the issued and paid up share capital of Nova Dynasty. The purchase price of RM3.00 had been arrived at taking into consideration of Evertop Cleaners' agreement to assume and accept the assignment of Bison Stores' loan to Nova Dynasty (its associate then), amounting to RM3,750,000;
- (b) a sale and purchase agreement dated 30 October 2014 entered into between Bison Stores and Evertop Cleaners where Bison Stores agreed to sell and Evertop Cleaners agreed to purchase the property held under PN 12392/M1/8/72, No. Petak: 72, Tingkat No. 8, Bangunan No. M1, Lot No. 49501 Seksyen 39, Bandar Petaling Jaya, Daerah Petaling, Negeri Selangor bearing postal address of L8-10, Wisma BU8, Lebuh Bandar Utama, Bandar Utama PJU 6, 47800 Petaling Jaya, Selangor for a purchase consideration of RM650,000;
- (c) a sale and purchase agreement dated 30 October 2014 entered into between Bison Stores and Evertop Cleaners where Bison Stores agreed to sell and Evertop Cleaners agreed to purchase the property held under strata title Geran 98679/M1/11/125 No. Petak: 125, No. Tingkat: 11, No. Bangunan: M1, Petak Aksesori: A261, Lot 64492, Bandar Kepong, Daerah Gombak, Negeri Selangor known as A-12-3, Blk A, Aman Puri Apartment, Jalan Aman, Desa Aman Puri, 51200 Kepong, Selangor for a purchase consideration of RM300,000;
- (d) a sale and purchase agreement dated 30 October 2014 entered into between Bison Stores and Evertop Cleaners where Bison Stores agreed to sell and Evertop Cleaners agreed to purchase the property held under Geran 23514 Lot 50973, Geran 46843 Lot 53610 and Geran 46844 Lot 53611 all in Mukim Kuala Lumpur, District of Kuala Lumpur, State of Wilayah Persekutuan identified as Parcel No. A-11-1 (Type A1), Storey No. 11, Building No. A, Accessory Parcel No. L2A 48, 49 & 50, The Greens, TTDI for total a purchase consideration of RM2,907,906. This property is currently under construction and RM872,672 has been paid by Evertop Cleaners to Bison Stores, being the amount which has been paid by Bison Stores to the developer and/or rebated. The balance purchase consideration which is to be billed

15. STATUTORY AND OTHER GENERAL INFORMATION *(cont'd)*

- by the developer progressively shall be taken over and paid by Evertop Cleaners progressively when billed by the developer in due course;
- (e) a sale and purchase agreement dated 30 October 2014 entered into between Bison Stores and Evertop Cleaners where Bison Stores agreed to sell and Evertop Cleaners agreed to purchase the property held under Geran 23514 Lot 50973, Geran 46843 Lot 53610 and Geran 46844 Lot 53611 all in Mukim Kuala Lumpur, District of Kuala Lumpur, State of Wilayah Persekutuan identified as Parcel No. B-23A-5 (Type B2), Storey No. 23A, Building No. B, Accessory Parcel No. L2 3 & 4, The Greens, TTDI for a purchase consideration of RM1,341,942. This property is currently under construction and RM268,688.40 has been paid by Evertop Cleaners to Bison Stores, being the amount which has been paid by Bison Stores to the developer and/or rebated. The balance purchase consideration which is to be billed by the developer progressively shall be taken over and paid by Evertop Cleaners progressively when billed by the developer in due course;
 - (f) a sale and purchase agreement dated 30 October 2014 entered into between Bison Stores and Evertop Cleaners where Bison Stores agreed to sell and Evertop Cleaners agreed to purchase the property identified as Parcel No. B-15-06, Storey No. 15, Building No. Wing B, Accessory Parcel No. L2-7 & L2-8, Project Urbana Residences held under the master title PN 30313, Lot 64211, Mukim Damansara, Daerah Petaling, Negeri Selangor for a purchase consideration of RM621,800. This property is currently under construction and RM80,834 has been paid by Evertop Cleaners to Bison Stores, being the amount which has been paid by Bison Stores to the developer and/or rebated. The balance purchase consideration which is to be billed by the developer progressively shall be taken over and paid by Evertop Cleaners progressively when billed by the developer in due course;
 - (g) a tripartite agreement dated 30 October 2014 between Bison Stores, Evertop Cleaners, DTL, DTH and DTW where DTL, DTH and DTW had agreed to assign the dividend payments due to them from Bison Stores amounting to RM5,922,194.40 to Evertop Cleaners towards the settlement of the amounts payable by Evertop Cleaners to Bison Stores in relation to the sale and purchase agreements and assignments of loans in paragraphs (a) to (f) above;
 - (h) a share sale and purchase agreement dated 21 April 2015 and supplemental letter dated 20 May 2015 between our Company and D&D Consolidated, DTL, DTH and DTW in respect of the Acquisitions, further details of which are set out in Section 6.2 of this Prospectus;
 - (i) the Retail Underwriting Agreement further details of which are set out in Section 4.9.1 of this Prospectus; and
 - (j) the Issuer Lock-up Agreement, further details of which are set out in Section 4.9.3 of this Prospectus.

15.7 Material litigation

Neither our Company nor our subsidiaries as at the date of this Prospectus, is involved in any material litigation or arbitration, either as plaintiff or defendant, which may have a material adverse effect on the business or financial position of our Group, and our Directors are not aware of any legal proceeding, pending or threatened, or of any fact likely to give rise to any legal proceeding which may have a material adverse effect on the business or financial position of our Group.

15. STATUTORY AND OTHER GENERAL INFORMATION (cont'd)**15.8 Consents**

The written consents of our Principal Adviser, Managing Underwriter, Sole Bookrunner, Legal Advisers to our Company, Legal Advisers to the Managing Underwriter and Sole Bookrunner, Principal Bankers, Share Registrar, Issuing House and Company Secretary as set out in the Corporate Directory of this Prospectus for the inclusion in this Prospectus of their names in the form and context in which such names appear have been given before the issue of this Prospectus and have not subsequently been withdrawn.

The written consent of the Auditors and Reporting Accountants for the inclusion of its name, Accountants' Report and Reporting Accountants' letter on our pro forma consolidated statements of financial position as at 31 October 2015, and all references thereto in the form and context in which they appear in this Prospectus has been given before the issue of this Prospectus and has not subsequently been withdrawn.

The written consent of the Independent Market Researcher for the inclusion of its name and the IMR Report in the form and context in which they are contained in this Prospectus has been given before the issue of this Prospectus and has not subsequently been withdrawn.

15.9 Documents available for inspection

Copies of the following documents may be inspected at our registered office at Unit 07-02, Level 7, Persoft Tower, 6B Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan during office hours for a period of 12 months from the date of this Prospectus:

- (a) our Memorandum and Articles;
- (b) our material contracts referred to in Section 15.6 of this Prospectus;
- (c) the Reporting Accountants' letter on the pro forma consolidated statements of financial position as at 31 October 2015 and the Accountants' Report as referred to in Sections 12.14 and 13 respectively of this Prospectus;
- (d) the Directors' Report as referred to in Section 14 of this Prospectus;
- (e) the letters of consent referred to in Section 15.8 of this Prospectus;
- (f) the Independent Auditors' report on the combined financial statements of the Bison Group for the FYEs 31 October 2012, 31 October 2013 and 31 October 2014;
- (g) the audited financial statements of Bison for the period from 26 March 2013 (date of Bison's incorporation) to 31 October 2013, and the FYEs 31 October 2014 and 31 October 2015;
- (h) the audited financial statements of our subsidiaries for the years ended 31 October 2013, 31 October 2014 and 31 October 2015; and for WH Smith Malaysia for the period from 28 September 2011 (date of incorporation) to 31 December 2012, for the 8-month period ended 31 August 2013, the FYEs 31 August 2014 and 31 August 2015;
- (i) the executive summary of the Independent Market Research Report dated 22 February 2016, as set out in Section 8 of this Prospectus; and
- (j) the Independent Market Research Report dated 22 February 2016, prepared by Smith Zander International Sdn Bhd.

15. STATUTORY AND OTHER GENERAL INFORMATION *(cont'd)*

15.10 Responsibility statements

Our Directors and Promoters 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 that there is no false or misleading statement or other facts which if omitted, would make any statement in this Prospectus false or misleading.

CIMB as the Principal Adviser, acknowledges that, based on all available information and to the best of their knowledge and belief, this Prospectus constitutes a full and true disclosure of all material facts concerning our IPO.

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16. PROCEDURES FOR APPLICATION AND ACCEPTANCE

16.1 Opening and closing of applications

OPENING OF THE RETAIL OFFERING: 10.00 A.M., 4 MARCH 2016

CLOSING OF THE RETAIL OFFERING: 5.00 P.M., 14 MARCH 2016

Applications for the Retail Offering will open and close at the dates stated above or such other date or dates as our Directors and our Managing Underwriter in their absolute discretion may decide. If the closing date and/or time of either the Institutional Offering or the Retail Offering is extended, the Price Determination Date and dates for the balloting and allotment of our IPO Shares, and our Listing will be extended accordingly. Any such extension will be announced by us in a widely circulated Bahasa Malaysia and English daily newspaper within Malaysia.

Late applications will not be accepted.

Copies of the Application Forms together with this Prospectus may be obtained, subject to availability, from the Issuing House, CIMB and ADAs which are registered members of Bursa Securities.

16.2 Methods of application and category of investors

16.2.1 Application for our IPO Shares under the Retail Offering

Applications for our IPO Shares pursuant to the Retail Offering may be made using any of the following ways:

<u>Type of Application Form</u>	<u>Category of investors</u>
WHITE Application Form or Electronic Share Application ⁽¹⁾ or Internet Share Application ⁽²⁾	Malaysian Public (for individuals)
WHITE Application Form only	Malaysian Public (for non-individuals e.g. corporations, institutions, etc.)
PINK Application Form only	Eligible Persons

Notes:

- (1) The following processing fee per Electronic Share Application will be charged by the respective Participating Financial Institution:
- (i) Affin Bank Berhad – No fee will be charged for application by their account holders;
 - (ii) AmBank (M) Berhad – RM1.00;
 - (iii) CIMB Bank Berhad – RM2.50;
 - (iv) HSBC Bank Malaysia Berhad – RM2.50;
 - (v) Malayan Banking Berhad – RM1.00;
 - (vi) Public Bank Berhad – RM2.00;
 - (vii) RHB Bank Berhad – RM2.50; or
 - (viii) Standard Chartered Bank Malaysia Berhad (at selected branches only) – RM2.50
- (2) The following processing fee per Internet Share Application will be charged by the respective Internet Participating Financial Institution:
- (i) Affin Bank Berhad (www.affinOnline.com) via hyperlink to Bursa Securities' website at www.bursamalaysia.com – No fees will be charged for application by their account holders;

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- (ii) Affin Hwang Investment Bank Berhad (trade.affinhwang.com) via hyperlink to Bursa Securities' website at www.bursamalaysia.com – No fees will be charged for application by their account holders;
- (iii) CIMB Bank Berhad (www.cimbclicks.com.my) via hyperlink to Bursa Securities' website at www.bursamalaysia.com – RM2.00 for applicants with CDS accounts held with CIMB and RM2.50 for applicants with CDS accounts with other ADAs;
- (iv) CIMB Investment Bank Berhad (www.eipocimb.com) – RM2.00 for payment via CIMB Bank Berhad or Malayan Banking Berhad;
- (v) Malayan Banking Berhad (www.maybank2u.com.my) via hyperlink to Bursa Securities' website at www.bursamalaysia.com – RM1.00;
- (vi) Public Bank Berhad (www.pbepbank.com) via hyperlink to Bursa Securities' website at www.bursamalaysia.com – RM2.00; and
- (vii) RHB Bank Berhad (www.rhbgroup.com) via hyperlink to Bursa Securities' website at www.bursamalaysia.com – RM2.50.

However, applicants using the WHITE Application Form are not allowed to submit multiple applications in the same category of application. Further, applicants who have submitted their applications using the WHITE Application Form are not allowed to make additional applications using the Electronic Share Application and the Internet Share Application, and vice versa.

Eligible Persons who have made applications using the PINK Application Form may still apply for our IPO Shares offered to the Malaysian Public using the WHITE Application Form, the Electronic Share Application or the Internet Share Application.

16.2.2 Application by institutional investors and selected investors under the Institutional Offering

Institutional investors under the Institutional Offering will be contacted directly by CIMB and should follow the instructions as communicated by CIMB. Bumiputera institutional and selected investors approved by MITI who have been allocated IPO Shares will be contacted directly by MITI and should follow the instructions as communicated through MITI.

16.3 Procedures for application and acceptance

Applications must be made in relation to and subject to the terms of this Prospectus and our Memorandum and Articles. You agree to be bound by our Memorandum and Articles.

16.3.1 Application by the Malaysian Public under the Retail Offering (WHITE Application Form, Electronic Share Application or Internet Share Application)**Eligibility**

You can only apply for our IPO Shares if you fulfil all of the following:

- (i) You must have a CDS account. If you do not have a CDS account, you may open a CDS account by contacting any of the ADAs listed in Section 17 of this Prospectus;
- (ii) You must be one of the following:
 - (a) a Malaysian citizen who has attained 18 years of age as at the closing date of the Retail Offering with a Malaysian address; or
 - (b) a corporation / institution incorporated in Malaysia where there is a majority of Malaysian citizens on your board of directors / trustees and if you have a share capital, more than half of the issued share

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE *(cont'd)*

capital, excluding preference share capital, is held by Malaysian citizens; or

- (c) a superannuation, co-operative, foundation, provident, pension fund established or operating in Malaysia.

We will not accept applications from trustees, persons under 18 years of age, sole proprietorships, partnerships or other incorporated bodies or associations, other than corporations / institutions referred to in (ii)(b) or (c) above or the trustees thereof; and

- (iii) You must not be a director or employee of the Issuing House or their immediate family members.

16.3.2 Application by Eligible Persons (PINK Application Form)

The Eligible Persons will be provided separately with PINK Application Forms and letters by us detailing their respective allocation. The applicants must follow the notes and instructions in the said documents and where relevant, in this Prospectus. The amount payable in full upon application is the Retail Price, which is RM1.10 per IPO Share.

Eligible Persons who apply for our IPO Shares under our IPO Shares allocated to Eligible Person must have a CDS account and a correspondence address in Malaysia.

Eligible Persons may request for a copy of the printed Prospectus from our Company at no cost and are given an option to have the printed Prospectus delivered to them free of charge, or to obtain the printed Prospectus from the following locations stated below:

- (i) our Company;
- (ii) Issuing House; and
- (iii) ADAs disclosed in Section 17 of this Prospectus.

Any delivery charges, if applicable, will be borne by our Company.

Eligible Persons are not precluded from making additional applications under our IPO Shares allocated for the Malaysian Public category using the WHITE Application Form, the Electronic Share Application or the Internet Share Application.

16.4 Procedures for application by way of Application Forms

Each application for our IPO Shares under the Retail Offering must be made on the correct Application Form for the relevant category of investors issued together with this Prospectus and must be completed in accordance with the notes and instructions contained in the respective category of the Application Form. The Application Form together with the notes and instructions shall constitute an integral part of this Prospectus. Applications which do not conform **STRICTLY** to the terms of this Prospectus or the respective category of Application Form or notes and instructions or which are illegible may not be accepted at the absolute discretion of our Directors.

Full instructions for the application for our IPO Shares and the procedures to be followed are set out in the Application Forms. All applicants are advised to read the Application Forms and the notes and instructions contained there carefully.

Malaysian Public should follow the following procedures in making their applications under the Retail Offering.

Step 1: Obtain application documents

Obtain the relevant Application Form together with the Official "A" and "B" envelopes and this Prospectus.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

The **WHITE** Application Forms can be obtained subject to availability from the following:

- (i) CIMB;
- (ii) Participating organisations of Bursa Securities;
- (iii) Members of the Association of Banks in Malaysia;
- (iv) Members of the Malaysian Investment Banking Association;
- (v) Issuing House; and
- (vi) our Company.

Step 2: Read this Prospectus

In accordance with subsection 232(2) of the CMSA, the Application Forms are accompanied by this Prospectus. You are advised to read and understand this Prospectus before making your application.

Step 3: Complete the relevant Application Form

Complete the relevant Application Form legibly and **STRICTLY** in accordance with the notes and instructions printed on it and in this Prospectus.

(i) Personal particulars

You must ensure that your personal particulars submitted in your application are identical with the records maintained by Bursa Depository. You are required to inform Bursa Depository promptly of any changes to your personal particulars.

If you are an individual and you are not a member of the armed forces or police, the name and national registration identity card ("**NRIC**") numbers must be the same as:

- your NRIC; or
- any valid temporary identity document issued by the National Registration Department from time to time; or
- your "Resit Pengenalan Sementara (KPPK 09)" issued pursuant to Peraturan 5(5), Peraturan-Peraturan Pendaftaran Negara 1990.

If you are a member of the armed forces or police, your name and your armed forces or police personnel number, as the case may be, must be exactly as that stated in your authority card.

For corporations/institutions, the name and certificate of incorporation numbers must be the same as that stated in the certificate of incorporation or the certificate of change of name, where applicable.

If you are a non-Malaysian (in the case of **PINK** Forms), your name and passport number must be exactly as that stated in your passport.

(ii) CDS account number

You must state your CDS account number in the space provided in the Application Form. Invalid or nominee or third party CDS accounts will **not** be accepted.

(iii) Details of payment

You must state the details of your payment in the appropriate boxes provided in the Application Form.

(iv) Number of IPO Shares applied

Applications must be for at least 100 IPO Shares or multiples of 100 IPO Shares for applicants using the **PINK** and **WHITE** Application Forms.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)**Step 4: Prepare appropriate form of payment**

You must prepare the correct form of payment in RM for the FULL amount payable based on the Retail Price, which is RM1.10 per IPO Share.

Payment must be made out in favour of “**MIH Share Issue Account Number 572**” and crossed “**A/C PAYEE ONLY**” and endorsed on the reverse side with your name and address. Only the following forms of payment will be accepted:

- (i) Banker's Draft or Cashier's Order purchased within Malaysia only and drawn on a bank in Kuala Lumpur (differentiated by a special red band for Bumiputera applicants);
- (ii) Money Order or Postal Order (for applicants from Sabah and Sarawak only); or
- (iii) Guaranteed Giro Order (“**GGO**”) from Bank Simpanan Nasional Malaysia Berhad (differentiated by a special red band for Bumiputera applicants).

We will not accept applications with excess or insufficient remittances or inappropriate forms of payment. Remittances must be completed in the appropriate boxes provided in the Application Forms.

Step 5: Finalise application

Insert the relevant Application Form together with payment and a legible photocopy of your identification document (NRIC / valid temporary identity document issued by the National Registration Department / “Resit Pengenalan Sementara (KPPK 09)” / authority card for armed forces or police personnel / certificate of incorporation or certificate of change of name for corporate or institutional applicant or passport (where applicable)) into the Official “A” envelope and seal it. You must write your name and address on the outside of the Official “A” and “B” envelopes.

The name and address written must be identical to your name and address as per your NRIC / valid temporary identity document issued by the National Registration Department / “Resit Pengenalan Sementara (KPPK 09)” / authority card for armed forces or police personnel / certificate of incorporation or the certificate of change of name for corporate or institutional applicant or passport (where applicable).

Affix an 80 sen stamp on the Official “A” envelope and insert the Official “A” envelope into the Official “B” envelope.

Step 6: Submit application

Each completed Application Form, accompanied by the appropriate remittance and legible photocopy of the relevant documents may be submitted using one of the following methods:

- (i) despatched by **ORDINARY POST** in the official envelopes provided, to the following address:

Malaysian Issuing House Sdn Bhd (258345-X)
Level 6, Symphony House
Pusat Dagangan Dana 1
Jalan PJU 1A/46
47301 Petaling Jaya
Selangor Darul Ehsan

or

P.O. Box 8269
Pejabat Pos Kelana Jaya
46785 Petaling Jaya
- (ii) **DELIVERED BY HAND AND DEPOSITED** in the Drop-in Boxes provided at the front portion of Symphony House, Pusat Dagangan Dana 1, Jalan PJU 1A/46, 47301 Petaling Jaya, Selangor Darul Ehsan,

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

so as to arrive not later than 5.00 p.m. on 14 March 2016, or such later date or dates as our Directors and Managing Underwriter in their absolute discretion may decide.

We, together with the Issuing House will not issue any acknowledgement of the receipt of your Application Forms or application monies. Please direct all your enquiries in respect of the WHITE Application Form to the Issuing House.

16.5 Procedures for application by way of Electronic Share Applications

Only Malaysian individuals may apply for our IPO Shares by way of Electronic Share Application in respect of our IPO Shares made available to the Malaysian Public.

16.5.1 Steps for Electronic Share Applications through a Participating Financial Institution's ATM

- (i) You must have an account with a Participating Financial Institution and an ATM card issued by that Participating Financial Institution to access the account. An ATM card issued by one of the Participating Financial Institutions cannot be used to apply for our IPO Shares at an ATM belonging to other Participating Financial Institutions;
- (ii) You must have a CDS account;
- (iii) You are advised to read and understand this Prospectus before making the application; and
- (iv) You may apply for our IPO Shares via the ATM of the Participating Financial Institution by choosing the Electronic Share Application option. Mandatory statements required in the application are set out in Section 16.5.3 of this Prospectus. You are to submit at least the following information through the ATM, where the instructions on the ATM screen, require you to do so:
 - (a) Personal Identification Number (PIN);
 - (b) MIH Share Issue Account Number 572;
 - (c) Your CDS account number;
 - (d) Number of IPO Shares applied for and/or the RM amount to be debited from the account; and
 - (e) Confirmation of several mandatory statements as set out in Section 16.5.3 of this Prospectus.

16.5.2 Participating Financial Institutions

Electronic Share Applications may be made through an ATM of the following Participating Financial Institutions and their branches:

- (i) Affin Bank Berhad;
- (ii) AmBank (M) Berhad;
- (iii) CIMB Bank Berhad;
- (iv) HSBC Bank Malaysia Berhad;
- (v) Malayan Banking Berhad;
- (vi) Public Bank Berhad;
- (vii) RHB Bank Berhad; or
- (viii) Standard Chartered Bank Malaysia Berhad (at selected branches only).

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE *(cont'd)*

16.5.3 Terms and Conditions of Electronic Share Applications

The procedures for Electronic Share Applications at ATMs of the Participating Financial Institutions are set out on the ATM screens of the relevant Participating Financial Institutions ("**Steps**"), similar to the steps set out in Section 16.5.1 of this Prospectus. The Steps set out the actions that the applicant must take at the ATM to complete an Electronic Share Application. Please read carefully the terms of this Prospectus, the Steps and the terms and conditions for Electronic Share Applications set out below before making an Electronic Share Application.

You must have a CDS account to be eligible to use the Electronic Share Application. The CDS account must be in your own name. Invalid, nominee or third party CDS accounts will not be accepted.

Upon the completion of your Electronic Share Application transaction at the ATM, you will receive a computer-generated transaction slip ("**Transaction Record**"), confirming the details of your Electronic Share Application. The Transaction Record is only a record of the completed transaction at the ATM and not a record of the receipt of the Electronic Share Application or any data relating to such an Electronic Share Application by our Company or the Issuing House. The Transaction Record is for your records and should not be submitted with any Application Form.

Upon the closing of the Retail Offering on 14 March 2016 at 5.00 p.m. ("**Closing Date and Time**"), the Participating Financial Institutions shall submit a magnetic tape containing their respective customers' applications for our IPO Shares to the Issuing House as soon as practicable but not later than 12.00 p.m. of the second business day after the Closing Date and Time.

You will be allowed to make only one (1) application and shall not make any other application for our IPO Shares under the Retail Offering to the Malaysian Public, whether at the ATMs of any Participating Financial Institution or using Internet Share Application or using the WHITE Application Form.

YOU MUST ENSURE THAT YOU USE YOUR OWN CDS ACCOUNT NUMBER WHEN MAKING AN ELECTRONIC SHARE APPLICATION. IF YOU OPERATE A JOINT ACCOUNT WITH ANY PARTICIPATING FINANCIAL INSTITUTION, YOU MUST ENSURE THAT YOU ENTER YOUR OWN CDS ACCOUNT NUMBER WHEN USING AN ATM CARD ISSUED TO YOU IN YOUR OWN NAME. YOUR APPLICATION WILL BE REJECTED IF YOU FAIL TO COMPLY WITH THE ABOVE.

The Electronic Share Application shall be made on, and subject to, the above terms and conditions as well as the terms and conditions appearing below and in Section 16.7 of this Prospectus:

- (i) Your Electronic Share Application shall be made in relation to and subject to the terms of this Prospectus and our Memorandum and Articles.
- (ii) You are required to confirm the following statements (by pressing pre-designated keys (or buttons) on the ATM keyboard) and undertake that the following information given are true and correct:
 - (a) You have attained 18 years of age as at the Closing Date and Time;
 - (b) You are a Malaysian citizen residing in Malaysia;
 - (c) You have read this Prospectus and understood and agreed with the terms and conditions of the application;
 - (d) This is the only application that you are submitting; and
 - (e) You give consent to the Participating Financial Institution and Bursa Depository to disclose information pertaining to yourself and your account with the Participating Financial Institution and Bursa Depository to the Issuing House and any other relevant authorities.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Your application will not be successfully completed and cannot be recorded as a completed transaction at the ATM unless you complete all the steps required by the Participating Financial Institutions. By doing so, you shall be deemed to have confirmed each of the above statements as well as giving consent in accordance with the relevant laws of Malaysia including Section 134 of the Financial Services Act 2013 and Section 45 of the SICDA to the disclosure by the relevant Participating Financial Institutions or Bursa Depository, as the case may be, of any of your particulars to the Issuing House, or any relevant regulatory bodies.

- (iii) **You confirm that you are not applying for our IPO Shares as a nominee of any other person and that the Electronic Share Application that you make is made by you as the beneficial owner. You shall only make 1 Electronic Share Application and shall not make any other application for our IPO Shares under the Retail Offering to Malaysian Public, whether at the ATMs of any Participating Financial Institution or using Internet Share Application or on any prescribed Application Forms.**
- (iv) You must have sufficient funds in your account with the relevant Participating Financial Institution at the time the Electronic Share Application is made, failing which the Electronic Share Application will not be completed. Any Electronic Share Application, which does not strictly conform to the instructions set out on the screens of the ATM through which the Electronic Share Application is being made, will be rejected.
- (v) You agree and undertake to purchase and to accept the number of IPO Shares applied for as stated on the Transaction Record or any lesser number of IPO Shares that may be allotted to you in respect of the Electronic Share Application. If we decide to allot or allocate a lesser number of such IPO Shares or not to allot or allocate any IPO Shares to you, you agree to accept any such decision as final. If the Electronic Share Application is successful, your confirmation (by your action of pressing the pre-designated keys (or buttons) on the ATM keyboard) of the number of IPO Shares applied for shall signify, and shall be treated as, your acceptance of the number of IPO Shares that may be allotted to you and to be bound by our Memorandum and Articles.
- (vi) The Issuing House, on the authority of our Board, reserves the right not to accept any Electronic Share Application or accept any Electronic Share Application in whole or in part only without assigning any reason therefor. Due consideration will be given to the desirability of allotting our IPO Shares to a reasonable number of applicants with a view to establishing a liquid and adequate market for our Shares.
- (vii) Where an Electronic Share Application is unsuccessful or successful in part only, the relevant Participating Financial Institution will be informed of the unsuccessful or partially successful applications. If your Electronic Share Application is unsuccessful the relevant Participating Financial Institution will credit the full amount of the application monies (without interest or any share of revenue or benefit arising therefrom) into your account with that Participating Financial Institution within 2 Market Days after the receipt of confirmation from the Issuing House. The Issuing House shall inform the Participating Financial Institutions of the unsuccessful or partially successful applications within 2 Market Days after the balloting date. You may check your account on the 5th Market Day from the balloting date.

If your Electronic Share Application is accepted in part only, the relevant Participating Financial Institution will credit the balance of the application monies (without interest or any share of revenue or benefit arising therefrom) into your account with the Participating Financial Institution within 2 Market Days after the receipt of confirmation from the Issuing House. A number of

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE *(cont'd)*

applications will, however, be held in reserve to replace any successfully balloted applications, which are subsequently rejected. For such applications, which are subsequently rejected, the application monies (without interest or any share of revenue or benefit arising therefrom) will be refunded to applicants by the Issuing House by crediting into your account with the Participating Financial Institution no later than 10 Market Days from the balloting date.

Should you encounter any problems in your application, you may refer to the Participating Financial Institutions.

- (viii) You request and authorise us:
 - (a) to credit our IPO Shares allotted to you into your CDS account; and
 - (b) to issue share certificate(s) representing such shares allotted in the name of Bursa Malaysia Depository Nominees Sdn Bhd and send the same to Bursa Depository.
- (ix) You acknowledge that your Electronic Share Application is subject to the risks of electrical, electronic, technical, transmission, communication and computer-related faults and breakdowns, fires and other events beyond our control, the Issuing House, Bursa Depository or the Participating Financial Institution and irrevocably agree that if:
 - (a) our Company or the Issuing House does not receive your Electronic Share Application; and
 - (b) the data relating to your Electronic Share Application is wholly or partially lost, corrupted or inaccessible, or not transmitted or communicated to our Company or Issuing House,

you shall be deemed not to have made an Electronic Share Application and shall not make any claim whatsoever against our Company, Issuing House or the Participating Financial Institution for our IPO Shares applied for or for any compensation, loss or damage.
- (x) All of your particulars in the records of the relevant Participating Financial Institution at the time of making the Electronic Share Application shall be deemed to be true and correct, and our Company, Issuing House and the relevant Participating Financial Institution shall be entitled to rely on the accuracy thereof.
- (xi) You shall ensure that your personal particulars as recorded by both Bursa Depository and the relevant Participating Financial Institution are correct and identical. Otherwise, your Electronic Share Application is liable to be rejected. You must inform Bursa Depository promptly of any change in address, failing which the notification letter of successful allotment will be sent to your registered address last maintained with Bursa Depository.
- (xii) By making and completing an Electronic Share Application, you agree that:
 - (a) in consideration of us agreeing to allow and accept the making of any application for shares via the Electronic Share Application facility established by the Participating Financial Institutions at their respective ATMs, your Electronic Share Application is irrevocable;
 - (b) we, the Participating Financial Institutions, Bursa Depository and the Issuing House shall not be liable for any delays, failures or inaccuracies in the processing of data relating to your Electronic Share Application due to a breakdown or failure of transmission or communication facilities or to any cause beyond our/their control;
 - (c) notwithstanding the receipt of any payment by or on behalf of our Company, the acceptance of your offer to subscribe for and purchase

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- our IPO Shares for which the Electronic Share Application has been successfully completed shall be constituted by the issue of notices of allotment in respect of the said IPO Shares;
- (d) you irrevocably authorise Bursa Depository to complete and sign on your behalf as transferee or renounee any instrument of transfer and/or other documents required for the issue or transfer of our IPO Shares allocated to you; and
 - (e) you agree that in relation to any legal action, proceedings or disputes arising out of or in relation to the contract between the parties and/or the Electronic Share Application and/or any terms here, all rights, obligations and liabilities of the parties to the Retail Offering shall be construed and determined in accordance with the laws of Malaysia and with all directives, rules, regulations and notices from regulatory bodies of Malaysia and that you irrevocably submit to the jurisdiction of the Courts of Malaysia.
- (xiii) If you are successful in your application, our Directors reserve the right to require you to appear in person at the registered office of the Issuing House within 14 days of the date of the notice issued to you to find out if your application is genuine and valid. Our Directors shall not be responsible for any loss or non-receipt of the said notice nor shall they be accountable for any expenses incurred or to be incurred by you for the purpose of complying with this provision.
 - (xiv) The Issuing House, on the authority of our Directors reserves the right to reject applications which do not conform to these instructions.

16.6 Procedures for application by way of Internet Share Applications

Only Malaysian individuals may use the Internet Share Application to apply for our IPO Shares made available to the Malaysian Public.

Please read carefully and follow the terms of this Prospectus, the procedures, terms and conditions for Internet Share Application and the procedures set out on the internet financial services website of the Internet Participating Financial Institution before making an Internet Share Application.

Internet Participating Financial Institution

Internet Share Applications may be made through an internet financial services website of the following Internet Participating Financial Institutions:

- (i) Affin Bank Berhad;
- (ii) Affin Hwang Investment Bank Berhad;
- (iii) CIMB Bank Berhad;
- (iv) CIMB Investment Bank Berhad;
- (v) Malayan Banking Berhad;
- (vi) Public Bank Berhad; or
- (vii) RHB Bank Berhad.

Step 1: Set up of account

Before making an application by way of Internet Share Application, you **must have all** of the following:

- (i) an existing account with access to internet financial services with:
 - (a) Affin Bank Berhad at www.affinOnline.com (via hyperlink to Bursa Securities' website at www.bursamalaysia.com); or

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- (b) Affin Hwang Investment Bank Berhad at trade.affinhwang.com (via hyperlink to Bursa Securities' website at www.bursamalaysia.com); or
- (c) CIMB Bank Berhad at www.cimbclicks.com.my (via hyperlink to Bursa Securities' website at www.bursamalaysia.com); or
- (d) CIMB Investment Bank Berhad at www.eipocimb.com; or
- (e) Malayan Banking Berhad at www.maybank2u.com.my (via hyperlink to Bursa Securities' website at www.bursamalaysia.com); or
- (f) Public Bank Berhad at www.pbepbank.com (via hyperlink to Bursa Securities' website at www.bursamalaysia.com); or
- (g) RHB Bank Berhad at www.rhbgroup.com (via hyperlink to Bursa Securities' website at www.bursamalaysia.com).

You need to have your user identification and PIN / password for the internet financial services facility; and

- (ii) an individual CDS account registered in your name (and not in a nominee's name) and in the case of a joint account an individual CDS account registered in your name which is to be used for the purpose of the application if you are making the application instead of a CDS account registered in the joint account holder's name.

Step 2: Read this Prospectus

You are advised to read and understand this Prospectus before making your application.

Step 3: Apply through internet

The following steps for an application of our IPO Shares via Internet Share Application have been set out for illustration purposes only.

PLEASE NOTE THAT THE ACTUAL STEPS FOR INTERNET SHARE APPLICATIONS CONTAINED IN THE INTERNET FINANCIAL SERVICES WEBSITE OF THE INTERNET PARTICIPATING FINANCIAL INSTITUTION MAY DIFFER FROM THE STEPS OUTLINED BELOW.

- (i) Connect to the internet financial services website of the Internet Participating Financial Institution with which you have an account;
- (ii) Log in to the internet financial services facility by entering your user identification and PIN / password;
- (iii) Navigate to the section of the website on applications in respect of our IPO;
- (iv) Select the counter in respect of our IPO Shares to launch the Electronic Prospectus and the terms and conditions of the Internet Share Application;
- (v) Select the designated hyperlink on the screen to accept the abovementioned terms and conditions, having read and understood such terms and conditions;
- (vi) At the next screen, complete the online application form;
- (vii) Check that the information contained in the online application form, such as the share counter, NRIC number, CDS account number, number of IPO Shares applied for and the account number to debit are correct, and select the designated hyperlink on the screen to confirm and submit the online application form;
- (viii) After selecting the designated hyperlink on the screen, you will have to confirm and undertake that the following mandatory statements are true and correct:
 - (a) You have attained 18 years of age as at the Closing Date and Time;
 - (b) You are a Malaysian citizen residing in Malaysia;

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE *(cont'd)*

- (c) You have, prior to making the Internet Share Application, received and/or have had access to a printed/electronic copy of this Prospectus, the contents of which you have read and understood;
- (d) You agree to all the terms and conditions of the Internet Share Application as set out in this Prospectus and have carefully considered the risk factors set out in this Prospectus, in addition to all other information contained in this Prospectus, before making the Internet Share Application;
- (e) Your Internet Share Application is the only application that you are submitting for our IPO Shares under the offering to the Malaysian Public;
- (f) You authorise the financial institution with which you have an account to deduct the full amount payable for our IPO Shares from your account with the said financial institution ("**Authorised Financial Institution**");
- (g) You give express consent in accordance with the relevant laws of Malaysia (including but not limited to Section 134 of the Financial Services Act 2013 and Section 45 of the SICDA) to the disclosure by the Internet Participating Financial Institution, the Authorised Financial Institution and/or Bursa Depository, as the case may be, of information pertaining to you, the Internet Share Application made by you or your account with the Internet Participating Financial Institution, to the Issuing House and the Authorised Financial Institution, the SC and any other relevant regulatory bodies;
- (h) You are not applying for our IPO Shares as a nominee of any other person and the application is made in your own name, as beneficial owner and subject to the risks referred to in this Prospectus; and
- (i) You authorise the Internet Participating Financial Institution to disclose and transfer to any person, including any government or regulatory authority in any jurisdiction, Bursa Securities or other relevant parties in connection with the Retail Offering, all information relating to you if required by any law, regulation, court order or any government or regulatory authority in any jurisdiction or if such disclosure and transfer is, in the reasonable opinion of the Internet Participating Financial Institution, necessary for the provision of the Internet Share Application services or if such disclosure is requested or required in connection with the Retail Offering. Further, the Internet Participating Financial Institution will take reasonable precautions to preserve the confidentiality of information provided by you to the Internet Participating Financial Institution in connection with the use of the Internet Share Application services;
- (ix) Upon submission of the online application form, you will be linked to the website of the Authorised Financial Institution to effect the online payment for your Application;
- (x) You must pay for our IPO Shares through the website of the Authorised Financial Institution, failing which the Internet Share Application is **not completed**, despite the display of the Confirmation Screen. "**Confirmation Screen**" refers to the screen which appears or is displayed on the internet financial services website, which confirms that the Internet Share Application has been completed and states the details of your Internet Share Application, including the number of IPO Shares applied for, which can be printed out by you for record purposes;
- (xi) As soon as the transaction is completed, a message from the Authorised Financial Institution pertaining to the payment status will appear on the screen of the website through which the online payment for our IPO Shares is being made. Subsequently, the Internet Participating Financial Institution shall confirm that the Internet Share Application has been completed, via the Confirmation Screen on its website; and
- (xii) You are advised to print out the Confirmation Screen for reference and retention.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE *(cont'd)*

16.7 Terms and conditions

The terms and conditions outlined below supplement the additional terms and conditions for Internet Share Application contained in the internet financial services website of the Internet Participating Financial Institution. Please refer to the Internet Financial Services website of the Internet Participating Financial Institution for the exact terms and conditions and instructions.

- (i) You are required to pay the Retail Price of RM1.10 for each IPO Share applied for.
- (ii) You can submit only 1 application for our IPO Shares offered to the Malaysian Public. For example, if you submit an application using a WHITE Application Form, you cannot submit an Electronic Share Application or Internet Share Application.

However, if you have made an application using the PINK Application Form, you may still apply for our IPO Shares offered to the Malaysian Public using the WHITE Application Form, Electronic Share Application or Internet Share Application.

The Issuing House, acting under the authority of our Directors has the discretion to reject applications that appear to be multiple applications under each category of applicants.

We wish to caution you that if you submit more than 1 application in your own name or by using the name of others, with or without their consent, you will be committing an offence under Section 179 of the CMSA and may be punished with a minimum fine of RM1,000,000 and a jail term of up to 10 years under Section 182 of the CMSA.

- (iii) Each application under the PINK and WHITE Application Forms, Electronic Share Application and Internet Share Application must be for at least 100 IPO Shares or multiples of 100 IPO Shares.
- (iv) Each application must be made in connection with and subject to this Prospectus and our Memorandum and Articles. You agree to be bound by our Memorandum and Articles should you be allotted any Shares.
- (v) Your submission of an application does not necessarily mean that your application will be successful. Any submission of application is irrevocable.
- (vi) We or the Issuing House will not issue any acknowledgement of the receipt of your application or application monies.
- (vii) You must ensure that your personal particulars submitted in your application and/or your personal particulars as recorded by the Internet Participating Financial Institution are correct and accurate and identical with the records maintained by the Bursa Depository. Otherwise, your application is liable to be rejected. You will have to promptly notify the Bursa Depository of any change in your address failing which the notification letter of successful allocation will be sent to your registered / correspondence addresses last maintained with the Bursa Depository.
- (viii) No application shall be deemed to have been accepted by reason of the remittances having been presented for payment.

Our acceptance of your application to subscribe for or purchase our IPO Shares shall be constituted by the issue of notices of allotment for our IPO Shares to the applicants.

- (ix) Submission of your CDS account number in your application includes your authority / consent in accordance with Malaysian laws of the right of the Bursa Depository, the Participating Financial Institution and Internet Participating Financial Institution (as the case may be) to disclose information pertaining to your CDS account and other relevant information to us, the Issuing House and any relevant authorities (as the case may be).

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- (x) **You agree to accept our decision as final should we decide not to allot any IPO Shares to you or to allot a lesser number of IPO Shares than the number of IPO Shares applied for.**
- (xi) Additional terms and conditions for Electronic Share Application are as follows:
- (a) You agree and undertake to subscribe for or purchase and to accept the number of IPO Shares applied for as stated in the Transaction Record or any lesser amount that may be allotted to you.
 - (b) Your confirmation by pressing the key or button on the ATM shall be treated as your acceptance of the number of IPO Shares allotted to you.
 - (c) Should you be allotted any IPO Shares, you shall be bound by our Memorandum and Articles.
 - (d) You confirm that you are not applying for IPO Shares as a nominee of other persons and that your Electronic Share Application is made on your own account as a beneficial owner.
 - (e) You request and authorise us to credit our IPO Shares allotted to you into your CDS account and to issue share certificate(s) representing those Shares allotted in the name of Bursa Malaysia Depository Nominees Sdn Bhd and send them to the Bursa Depository.
 - (f) You acknowledge that your application is subject to electrical, electronic, technical, transmission, communication and computer-related faults and breakdowns, fires and other events which are not in the control of our Company, the Issuing House, the Participating Financial Institution or the Bursa Depository. You irrevocably agree that you are deemed not to have made an application if we or the Issuing House do not receive your application or your application data is wholly or partially lost, corrupted or inaccessible to us or the Issuing House. You shall not make any claim whatsoever against us, the Issuing House, the Participating Financial Institution or the Bursa Depository.
 - (g) You irrevocably authorise the Bursa Depository to complete and sign on your behalf as transferee or renounee any instrument of transfer and/or other documents required for the transfer of our IPO Shares allotted to you.
 - (h) You agree that in the event of legal disputes arising from the use of Electronic Share Applications, the mutual rights, obligations and liabilities of the parties to the Retail Offering shall be determined under the laws of Malaysia and be bound by decisions of the Courts of Malaysia.
- (xii) Additional terms and conditions for Internet Share Application are as follows:
- (a) Your application will not be successfully completed and cannot be recorded as a completed application unless you have completed all relevant application steps and procedures for the Internet Share Application which would result in the internet financial services website displaying the Confirmation Screen. You are required to complete the Internet Share Application by the Closing Date and Time.
 - (b) You irrevocably agree and undertake to subscribe for or purchase and to accept the number of IPO Shares applied for as stated on the Confirmation Screen or any lesser amount that may be allotted to you. Your confirmation by clicking the designated hyperlink on the relevant screen of the website shall be treated as your acceptance of the number of IPO Shares allotted to you.
 - (c) You request and authorise us to credit our IPO Shares allotted to you into your CDS account and to issue share certificate(s) representing those Shares

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

allotted in the name of Bursa Malaysia Depository Nominees Sdn Bhd and send them to the Bursa Depository.

- (d) You irrevocably agree and acknowledge that the Internet Share Application is subject to risks of electrical, electronic, technical and computer-related faults and breakdowns, faults with computer software, problems occurring during data transmission, computer security threats such as viruses, hackers and crackers, fires, acts of God and other events beyond the control of our Company, the Issuing House, the Internet Participating Financial Institution and/or the Authorised Financial Institution. If, in any such event, our Company, the Issuing House and/or the Internet Participating Financial Institution and/or the Authorised Financial Institution do not receive your Internet Share Application and/or payment, or if any data relating to the Internet Share Application or the tape or any other devices containing such data is wholly or partially lost, corrupted, destroyed or otherwise not accessible for any reason, you shall be deemed not to have made an Internet Share Application and you shall have no claim whatsoever against our Company, the Issuing House or the Internet Participating Financial Institution and the Authorised Financial Institution.
- (e) You irrevocably authorise the Bursa Depository to complete and sign on your behalf as transferee or renounee any instrument of transfer and/or other documents required for the transfer of our IPO Shares allotted to you.
- (f) You agree that in the event of legal disputes arising from the use of Internet Share Application, the mutual rights, obligations and liabilities of the parties to the Retail Offering shall be determined under the laws of Malaysia and be bound by the decisions of the Courts of Malaysia.
- (g) You shall hold the Internet Participating Financial Institution harmless from any damages, claims or losses whatsoever, as a consequence of or arising from any rejection of your Internet Share Application by our Company, the Issuing House and/or the Internet Participating Financial Institution for reasons of multiple application, suspected multiple application, inaccurate and/or incomplete details provided by the applicant, or any other cause beyond the control of the Internet Participating Financial Institution.
- (h) You are not entitled to exercise any remedy of rescission for misrepresentation at any time after we have accepted your Internet Share Application.
- (i) In making the Internet Share Application, you have relied solely on the information contained in this Prospectus. Our Company, our Promoters, and CIMB and any other person involved in the Retail Offering shall not be liable for any information not contained in this Prospectus which may have been relied by you in making the Internet Share Application.

16.8 Authority of our Directors and the Issuing House

You will be selected in a manner to be determined by our Directors. Due consideration will be given to the desirability of allotting our IPO Shares to a reasonable number of applicants with a view to establishing a liquid and adequate market for our Shares.

The Issuing House, on the authority of our Directors reserves the right to:

- (i) reject applications which do not conform to the instructions in this Prospectus, Application Forms, Electronic Share Application and Internet Share Application (where applicable) or are illegible, incomplete or inaccurate;
- (ii) reject or accept any application, in whole or in part, on a non-discriminatory basis without assigning any reason therefor; and

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- (iii) bank in all application monies (including those from unsuccessful/partially successful applicants) which would subsequently be refunded, where applicable (without interest or any share of revenue or benefit arising therefrom), by crediting into your bank account for purposes of cash dividend/distribution if you have provided such bank account information to Bursa Depository or by ordinary post/registered post to your last address maintained with Bursa Depository if you have not provided such bank account information to Bursa Depository.

If you are successful in your application, our Directors reserve the right to require you to appear in person at the registered office of the Issuing House within 14 days of the date of the notice issued to you to find out if your application is genuine and valid. Our Directors are not responsible for any loss or non-receipt of the said notice nor shall they be accountable for any expenses incurred or to be incurred by you for the purpose of complying with this provision.

16.9 Over / Under-subscription

In the event of over-subscription in the Retail Offering, the Issuing House will conduct a ballot in the manner approved by our Directors to determine the acceptance of applications in a fair and equitable manner. In determining the manner of balloting, our Directors will consider the desirability of distributing our IPO Shares to a reasonable number of applicants for the purpose of broadening the shareholding base of our Company and establishing a liquid and adequate market in the trading of our Shares.

Pursuant to the Listing Requirements we are required to have a minimum of 25% of our Shares for which Listing is sought to be held by at least 1,000 public shareholders holding not less than 100 Shares each upon completion of this IPO and at the time of Listing. We expect to achieve this at the point of Listing. If the above requirement is not met, we may not be allowed to proceed with the Listing. In the event thereof, monies paid in respect of all applications will be returned in full (without interest or any share of revenue or benefit arising therefrom).

If such monies are not returned within 14 days after our Company becomes liable to repay it, then in addition to the liability of our Company, the officers of our Company shall be jointly and severally liable to return such monies with interest at the rate of 10% a year or at such other rate as may be prescribed by the SC from the expiration of that period.

In the event of an under-subscription, subject to the clawback and reallocation as set out in Section 4.3.4 of this Prospectus, all our IPO Shares not applied for under the Retail Offering will be underwritten.

16.10 Unsuccessful / Partially successful applicants

Application monies in respect of the unsuccessful / partially successful applicants will be returned without interest or any share of revenue or benefit arising therefrom in the following manner.

16.10.1 For applications by way of Application Forms

- (i) The application monies or the balance of it, as the case may be, will be returned to you via the self-addressed and stamped Official "A" envelope you provided by ordinary post (for fully unsuccessful applications) or by crediting into your bank account for purposes of cash dividend / distribution if you have provided such bank account information to Bursa Depository or by registered post to your address maintained at Bursa Depository (for partially successful applications) within 10 Market Days from the date of the final ballot if you have not provided such bank account information to Bursa Depository.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- (ii) If your application was rejected because you did not provide a CDS account number, your application monies will be sent to your address as stated in the NRIC or "Resit Pengenalan Sementara" (KPPK 09) or any valid temporary identity document issued by the National Registration Department from time to time at your own risk.
- (iii) A number of applications will be reserved to replace any balloted applications which are rejected. The application monies relating to these applications which were subsequently rejected or unsuccessful or only partly successful will be refunded (without interest or any share of revenue or benefit arising therefrom) by the Issuing House as per item (i) and (ii) above (as the case may be).
- (iv) The Issuing House reserves the right to bank in all application monies from unsuccessful applicants. These monies will be refunded within 10 Market Days from the date of the final ballot by crediting into your bank account for purposes of cash dividend / distribution if you have provided such bank account information to Bursa Depository or by ordinary / registered post to your address maintained at Bursa Depository if you have not provided such bank account information to Bursa Depository or as per item (ii) above (as the case may be).

16.10.2 For applications by way of Electronic Share Application

- (i) The Issuing House shall inform the Participating Financial Institutions of the unsuccessful or partially successful applications within 2 Market Days after the balloting date. The application monies or the balance of it will be credited without interest or any share of revenue or benefit arising therefrom into your account with the Participating Financial Institution within 2 Market Days after the receipt of confirmation from the Issuing House.
- (ii) You may check your account on the 5th Market Day from the balloting day.
- (iii) A number of applications will be reserved to replace any balloted applications which are rejected. The application monies relating to these applications which are subsequently rejected will be refunded (without interest or any share of revenue or benefit arising therefrom) by the Issuing House by crediting into your account with the Participating Financial Institution not later than 10 Market Days from the balloting date.

16.10.3 For applications by way of Internet Share Application

- (i) The Issuing House shall inform the Internet Participating Financial Institutions of the unsuccessful or partially successful applications within 2 Market Days after the balloting date. The Internet Participating Financial Institution will arrange with the Authorised Financial Institution to credit the application monies or the balance of it (without interest or any share of revenue or benefit arising therefrom) into your account with the Authorised Financial Institution within 2 Market Days after the receipt of confirmation from the Issuing House.
- (ii) You may check your account on the 5th Market Day from the balloting day.
- (iii) A number of applications will be reserved to replace any balloted applications which are rejected. The application monies relating to these applications which are subsequently rejected will be refunded (without interest or any share of revenue or benefit arising therefrom) by the Issuing House by crediting into your account with the Internet Participating Financial Institution not later than 10 Market Days from the balloting date.

16. PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)**16.11 Successful applicants**

If you are successful in your application:

- (i) Our IPO Shares allotted to you will be credited into your CDS account. No physical share certificates will be issued to you and you shall not be entitled to withdraw any deposited securities held jointly with Bursa Depository or its nominee as long as our Shares are listed on Bursa Securities.
- (ii) A notice of allotment will be despatched to you at the address last maintained with the Bursa Depository, at your own risk, before the Listing. This is your only acknowledgement of acceptance of the application.
- (iii) If the Final Retail Price is lower than the Retail Price, the difference will be refunded without any interest thereon. The refund will be credited into your bank account for purposes of cash dividend/distribution if you have provided such bank account information to Bursa Depository or sent by ordinary post to your address last maintained with Bursa Depository if you have not provided such bank account information to Bursa Depository for applications made via WHITE Application Form or by crediting into your account with the Participating Financial Institution for applications made via the Electronic Share Application or by crediting into your account with the Internet Participating Financial Institution for applications made via the Internet Share Application, within 2 Market Days after receiving confirmation from the Issuing House.

16.12 Enquiries

Enquiries in respect of the applications may be directed as follows:

Mode of application	Parties to direct the enquiries
Application Forms	Issuing House at telephone no. +603 7841 8289
Electronic Share Application	Participating Financial Institution
Internet Share Application	Internet Participating Financial Institution and Authorised Financial Institution

You may also check the status of your application by calling your respective ADA at the telephone number as stated in Section 17 of this Prospectus or the Issuing House at telephone no. +603 7841 8289 between 5 to 10 Market Days (during office hours only) after the balloting date.

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17. LIST OF ADAS

The list of ADAs and their respective addresses, telephone numbers and broker codes are as follows:

Name	Address and telephone number	Broker code
KUALA LUMPUR		
AFFIN HWANG INVESTMENT BANK BERHAD	Ground, Mezzanine & 3rd Floor Chulan Tower No. 3, Jalan Conlay 50450 Kuala Lumpur Tel. No.: +603 2143 8668	068-018
AFFIN HWANG INVESTMENT BANK BERHAD	38A & 40A Jalan Midah 1 Taman Midah 56000 Cheras Kuala Lumpur Tel. No.: +603 9130 8803	068-021
AFFIN HWANG INVESTMENT BANK BERHAD	2 nd Floor, Bangunan AHP No. 2, Jalan Tun Mohd Fuad 3 Taman Tun Dr. Ismail 60000 Kuala Lumpur Tel. No.: +603 7710 6688	068-009
ALLIANCE INVESTMENT BANK BERHAD	17 th Floor, Menara Multi-Purpose Capital Square 8, Jalan Munshi Abdullah 50100 Kuala Lumpur Tel. No.: +603 2697 6333	076-001
AMINVESTMENT BANK BERHAD	15 th Floor, Bangunan AmBank Group 55, Jalan Raja Chulan 50200 Kuala Lumpur Tel. No.: +603 2078 2788	086-001
BIMB SECURITIES SDN BHD	32 nd Floor, Menara Multi Purpose Capital Square No. 8 Jalan Munshi Abdullah 50100 Kuala Lumpur Tel. No.: +603 2691 8887	024-001
CIMB INVESTMENT BANK BERHAD	Level 17, Menara CIMB Jalan Stesen Sentral 2 Kuala Lumpur Sentral 50470 Kuala Lumpur Tel. No.: +603 2261 8888	065-001
FA SECURITIES SDN BHD	A10-17 & A-10-1 Level 10, Menara UOA Bangsar No.5 Jalan Bangsar Utama 1 59000 Kuala Lumpur Tel. No. +603 2288 1676	021-002

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
KUALA LUMPUR (Cont'd)		
HONG LEONG INVESTMENT BANK BERHAD	Level 7, Menara HLA No. 3, Jalan Kia Peng 50450 Kuala Lumpur Tel. No.: +603 2168 1168	066-001
HONG LEONG INVESTMENT BANK BERHAD	Level 18, Menara Raja Laut 288, Jalan Raja Laut 50350 Kuala Lumpur Tel. No.: +603 2691 0200	066-006
HONG LEONG INVESTMENT BANK BERHAD	Level 25 & 26 Menara LGB No 1, Jalan Wan Kadir 60000 Taman Tun Dr Ismail Kuala Lumpur Tel. No.: +603 7723 6300	066-007
INTER-PACIFIC SECURITIES SDN BHD	West Wing, Level 13 Berjaya Times Square No. 1, Jalan Imbi 55100 Kuala Lumpur Tel. No.: +603 2117 1888	054-001
INTER-PACIFIC SECURITIES SDN BHD	Ground Floor, 7-0-8 Jalan 3/109F Danau Business Centre, Danau Desa 58100 Kuala Lumpur Tel. No.: +603 7984 7796	054-003
INTER-PACIFIC SECURITIES SDN BHD	No. 33-1 (First Floor) Jalan Radin Bagus Bandar Baru Seri Petaling 57000 Kuala Lumpur Tel. No.: +603 9056 2921	054-007
JUPITER SECURITIES SDN BHD	Level 8 & 9, Menara Olympia 8, Jalan Raja Chulan 50200 Kuala Lumpur Tel. No.: +603 2034 1888	055-001
KAF-SEAGROATT & CAMPBELL SECURITIES SDN BHD	11 th -14 th Floor, Chulan Tower No. 3, Jalan Conlay 50450 Kuala Lumpur Tel. No.: +603 2171 0228	053-001
KENANGA INVESTMENT BANK BERHAD	8 th Floor, Kenanga International Jalan Sultan Ismail 50250 Kuala Lumpur Tel. No.: +603 2164 9080	073-001

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
KUALA LUMPUR (Cont'd)		
KENANGA INVESTMENT BANK BERHAD	1 st Floor West Wing Bangunan ECM Libra 8, Jalan Damansara Endah Damansara Heights 50490 Kuala Lumpur Tel. No.: +603 2089 2888	073-021
KENANGA INVESTMENT BANK BERHAD	1 st Floor, Wisma Genting Jalan Sultan Ismail 50250 Kuala Lumpur Tel. No.: +603 2178 1133	073-029
KENANGA INVESTMENT BANK BERHAD	M3-A-7 & M3-A-8 Jalan Pandan Indah 4/3A Pandan Indah 55100 Kuala Lumpur Tel. No.: +603 4297 8806	073-020
M & A SECURITIES SDN BHD	Level 1-3, No. 45 & 47 The Boulevard, Mid Valley City Lingkaran Syed Putra 59200 Kuala Lumpur Tel. No.: +603 2282 1820	057-002
M & A SECURITIES SDN BHD	22A-1 Jalan Kuchai Maju 1 Kuchai Entrepreneurs' Park Off Jalan Kuchai Lama 58200 Kuala Lumpur Tel. No.: +603 7983 9890	057-004
MALACCA SECURITIES SDN BHD	55-1, Jalan Metro Perdana Barat 1 Taman Usahawan Kepong 52100 Kuala Lumpur Tel No : 03-62418595	012-009
MALACCA SECURITIES SDN BHD	No. 76-1, Jalan Wangsa Delima 6 Pusat Bandar Wangsa Maju (KLSC) Setapak 53300 Kuala Lumpur Tel No : 03-41442565	012-012
MAYBANK INVESTMENT BANK BERHAD	5-13 Floor, Maybanlife Tower Dataran Maybank No. 1, Jalan Maarof 59000 Kuala Lumpur Tel. No.: +603 2297 8888	098-001
MERCURY SECURITIES SDN BHD	L-7-2, No. 2 Jalan Solaris Solaris Mont Kiara 50480 Kuala Lumpur Tel. No.: +603 6203 7227	093-002

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
KUALA LUMPUR (Cont'd)		
MIDF AMANAH INVESTMENT BANK BERHAD	9 – 12 th Floor, Menara MIDF 82, Jalan Raja Chulan 50200 Kuala Lumpur Tel. No.: +603 2173 8888	026-001
PUBLIC INVESTMENT BANK BERHAD	27 th Floor, Public Bank Building No. 6, Jalan Sultan Sulaiman 50000 Kuala Lumpur Tel. No.: +603 2268 3000	051-001
PM SECURITIES SDN BHD	Mezzanine & 1 st Floor Menara PMI No. 2, Jalan Changkat Ceylon 50200 Kuala Lumpur Tel. No.: +603 2146 3000	064-001
RHB INVESTMENT BANK BERHAD	Level 3A, Tower One RHB Centre, Jalan Tun Razak 50400 Kuala Lumpur Tel. No.: +603 9287 3888	087-001
RHB INVESTMENT BANK BERHAD	4th Floor, Plaza OSK Jalan Ampang 50450 Kuala Lumpur Tel. No.: +603 2333 8333	087-018
RHB INVESTMENT BANK BERHAD	No. 62 & 64, Vista Magna Jalan Prima, Metro Prima 52100 Kuala Lumpur Tel. No.: +603 6257 5869	087-028
RHB INVESTMENT BANK BERHAD	No. 5 & 7 Jalan Pandan Indah 4/33 Pandan Indah 55100 Kuala Lumpur Tel. No.: +603 4280 4798	087-054
RHB INVESTMENT BANK BERHAD	Ground, 1 st , 2 nd & 3 rd Floor No. 55, Zone J4 Jalan Radin Anum Bandar Baru Seri Petaling 57000 Kuala Lumpur Tel. No.: +603 9058 7222	087-058
TA SECURITIES HOLDINGS BERHAD	Menara TA One No. 22, Jalan P. Ramlee 50250 Kuala Lumpur Tel. No.: +603 2072 1277	058-003

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
KUALA LUMPUR (Cont'd)		
UOB KAY HIAN SECURITIES (M) SDN BHD	N-1-3 Plaza Damas 60, Jalan Sri Hartamas 1 Sri Hartamas 50480 Kuala Lumpur Tel. No.: +603 6205 6000	078-004
UOB KAY HIAN SECURITIES (M) SDN BHD	Ground & 19th Floor Menara Keck Seng 203 Jalan Bukit Bintang 55100 Kuala Lumpur Tel. No.: +603 2147 1888	078-010
SELANGOR DARUL EHSAN		
AFFIN HWANG INVESTMENT BANK BERHAD	3 rd & 4 th Floor Wisma Meru No. 1, Lintang Pekan Baru Off Jalan Meru 41050 Klang Selangor Darul Ehsan Tel. No.: +603 3343 9999	068-019
AFFIN HWANG INVESTMENT BANK BERHAD	Lot 229, 2 nd Floor, The Curve No. 6, Jalan PJU 7/3 Mutiara Damansara 47800 Petaling Jaya Selangor Darul Ehsan Tel. No.: +603 7729 8016	068-020
AFFIN HWANG INVESTMENT BANK BERHAD	No. 79-1 & 79-2 Jalan Batu Nilam 5 Bandar Bukit Tinggi 41200 Klang Selangor Darul Ehsan Tel. No.: +603 3322 1999	068-023
AFFIN HWANG INVESTMENT BANK BERHAD	16 th , 18 th -20 th Floor, Plaza Masalam No. 2, Jalan Tengku Ampuan Zabedah E9/E Section 9 40100 Shah Alam Selangor Darul Ehsan Tel. No.: +603 5513 3288	068-002
AFFIN HWANG INVESTMENT BANK BERHAD	East Wing & Centre Link Floor 3A, Wisma Consplant 2 No. 7, Jalan SS 16/1 47500 Subang Jaya Selangor Darul Ehsan Tel. No.: +603 5635 6688	068-010

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
SELANGOR DARUL EHSAN (Cont'd)		
AMINVESTMENT BANK BERHAD	4 th Floor, Plaza Damansara Utama No. 2, Jalan SS21/60 47400 Petaling Jaya Selangor Darul Ehsan Tel. No.: +603 7710 6613	086-003
CIMB INVESTMENT BANK BERHAD	Level G & Level 1 Tropicana City Office Tower No. 3 Jalan SS20/27 47400 Petaling Jaya Selangor Darul Ehsan Tel. No.: +603 7717 3388	065-009
HONG LEONG INVESTMENT BANK BERHAD	Level 10 1 First Avenue Bandar Utama 47800 Petaling Jaya Selangor Darul Ehsan Tel. No.: +603 7724 6888	066-002
JF APEX SECURITIES BERHAD	6 th Floor, Menara Apex Off Jalan Semenyih, Bukit Mewah 43000 Kajang Selangor Darul Ehsan Tel. No.: +603 8736 1118	079-001
JF APEX SECURITIES BERHAD	16 th Floor Menara Choy Fook On No. 1B, Jalan Yong Shook Lin 46050 Petaling Jaya Selangor Darul Ehsan Tel. No.: +603 7620 1118	079-002
JF APEX SECURITIES BERHAD	Block J-6-3A, Setia Walk PSN Wawasan Pusat Bandar Puchong 47160 Puchong Selangor Darul Ehsan Tel. No.: +603 5879 0163	079-004
JUPITER SECURITIES SDN BHD	No. 42-46, 3 rd Floor Jalan SS19/1D 47500 Subang Jaya Selangor Darul Ehsan Tel. No.: +603 5632 4838	055-004
KENANGA INVESTMENT BANK BERHAD	Ground – Fifth Floor East Wing, Quattro West No. 4, Lorong Persiaran Barat 46200 Petaling Jaya Selangor Darul Ehsan Tel. No.: +603 7862 6200	073-005

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
SELANGOR DARUL EHSAN (Cont'd)		
KENANGA INVESTMENT BANK BERHAD	No. 55C, 2 nd Floor Jalan USJ 10/1A 47610 UEP Subang Jaya Selangor Darul Ehsan Tel. No.: +603 8024 1773	073-006
KENANGA INVESTMENT BANK BERHAD	Lot 240, 2 nd Floor, The Curve No. 6, Jalan PJU 7/3 Mutiara Damansara 47800 Petaling Jaya Selangor Darul Ehsan Tel. No.: +603 7725 9095	073-016
KENANGA INVESTMENT BANK BERHAD	Level 1 East Wing Wisma Consplant 2 No. 7, Jalan SS 16/1 47500 Subang Jaya Selangor Darul Ehsan Tel. No.: +603 5621 2118	073-030
KENANGA INVESTMENT BANK BERHAD	35 (Ground, 1 st Floor & 2 nd Floor) Jalan Tiara 3 Bandar Baru Klang 41150 Klang Selangor Darul Ehsan Tel. No.: +603 3348 8080	073-035
MALACCA SECURITIES SDN BHD	No. 16, Jalan SS15/4B 47650 Subang Jaya Selangor Darul Ehsan Tel. No.: +603 5636 1533	012-002
MALACCA SECURITIES SDN BHD	No. 58 & 60 Jalan SS2/67 47300 Petaling Jaya Selangor Darul Ehsan Tel. No.: +603 7876 1533	012-003
MALACCA SECURITIES SDN BHD	No. 39-2, Jalan Temenggung 21/9 Seksyen 9, Bandar Mahkota Cheras 43200 Cheras Selangor Darul Ehsan Tel. No.: +603 9011 5913	012-011
MAYBANK INVESTMENT BANK BERHAD	Suite 8.02, Level 8, Menara Trend Intan Millenium Square No. 68, Jalan Batai Laut 4 Taman Intan 41300 Klang Selangor Darul Ehsan Tel. No.: +603 3050 8888	098-003

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
SELANGOR DARUL EHSAN (Cont'd)		
MAYBANK INVESTMENT BANK BERHAD	Wisma Bentley Music Level 1, No.3, Jalan PJU 7/2 Mutiara Damansara 47800 Petaling Jaya Selangor Darul Ehsan Tel. No.: +603 7718 8888	098-004
PM SECURITIES SDN BHD	No. 157, Jalan Kenari 23/A Bandar Puchong Jaya 47100 Puchong Selangor Darul Ehsan Tel. No.: +603 8070 0773	064-003
PM SECURITIES SDN BHD	No. 18 & 20, Jalan Tiara 2 Bandar Baru Klang 41150 Klang Selangor Darul Ehsan Tel. No.: +603 3341 5300	064-007
RHB INVESTMENT BANK BERHAD	24, 24M, 24A, 26M, 28M, 28A & 30 Jalan SS 2/63 47300 Petaling Jaya Selangor Darul Ehsan Tel. No.: +603 7873 6366	087-011
RHB INVESTMENT BANK BERHAD	No. 37, Jalan Semenyih 43000 Kajang Selangor Darul Ehsan Tel. No.: +603 8736 3378	087-045
RHB INVESTMENT BANK BERHAD	1 st Floor 10 & 11 Jalan Maxwell 48000 Rawang Selangor Darul Ehsan Tel. No.: +603 6092 8916	087-047
RHB INVESTMENT BANK BERHAD	Ground & Mezzanine Floor No. 87 & 89, Jalan Susur Pusat Perniagaan NBC Batu 1½, Jalan Meru 41050 Klang Selangor Darul Ehsan Tel. No.: +603 3343 9180	087-048
RHB INVESTMENT BANK BERHAD	Unit 1B, 2B & 3B Jalan USJ 10/1A Pusat Perniagaan USJ 10 47610 UEP Subang Jaya Selangor Darul Ehsan Tel. No.: +603 8022 1888	087-059

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
SELANGOR DARUL EHSAN (Cont'd)		
SJ SECURITIES SDN BHD	Ground Floor, Podium Block Wisma Synergy Lot 72, Persiaran Jubli Perak Section 22 40200 Shah Alam Selangor Darul Ehsan Tel. No.: +603 5192 0202	096-001
SJ SECURITIES SDN BHD	101B, Jalan SS15/5A 47500 Subang Jaya Selangor Darul Ehsan Tel. No.: +603 5631 7888	096-002
SJ SECURITIES SDN BHD	No. 47-2 Jalan Batu Nilam 5 Bandar Bukit Tinggi 41200 Klang Selangor Darul Ehsan Tel. No.: +603 3322 1915	096-004
SJ SECURITIES SDN BHD	No. A-3-11 Block Alamanda 10 Boulevard Lebuhraya Sprint, PJU 6A 47400 Petaling Jaya Selangor Darul Ehsan Tel No : +603 7732 3862	096-005
TA SECURITIES HOLDINGS BERHAD	No. 2-1, 2-2, 2-3 & 4-2 Jalan USJ 9/5T Subang Business Centre 47620 UEP Subang Jaya Selangor Darul Ehsan Tel. No.: +603 8025 1880	058-005
TA SECURITIES HOLDINGS BERHAD	2 nd Floor, Wisma TA No. 1A, Jalan SS 20/1 Damansara Utama 47400 Petaling Jaya Selangor Darul Ehsan Tel. No.: +603 7729 5713	058-007
MELAKA		
CIMB INVESTMENT BANK BERHAD	Ground, 1 st & 2 nd Floor No. 191, Taman Melaka Raya Off Jalan Parameswara 75000 Melaka Tel. No.: +606 2898 800	065-006
KENANGA INVESTMENT BANK BERHAD	71 (A&B) & 73 (A&B) Jalan Merdeka Taman Melaka Raya 75000 Melaka Tel. No.: +606 2881 720	073-028

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
MELAKA (Cont'd)		
KENANGA INVESTMENT BANK BERHAD	22A & 22A-1 and 26 & 26-1 Jalan MP 10 Taman Merdeka Permai 75350 Batu Berendam Melaka Tel. No.: +606 3372 550	073-034
MALACCA SECURITIES SDN BHD	No. 1, 3 & 5, Jalan PPM9 Plaza Pandan Malim (Business Park) Balai Panjang, 75250 Melaka Tel. No.: +606 3371 533	012-001
MERCURY SECURITIES SDN BHD	81, 81A & 81B Jalan Merdeka Taman Melaka Raya 75000 Melaka Tel. No.: +606 2921 898	093-003
PM SECURITIES SDN BHD	No. 6-1, Jalan Lagenda 2 Taman 1 Lagenda 75400 Melaka Tel. No.: +606 2880 050	064-006
RHB INVESTMENT BANK BERHAD	No. 19, 21 & 23 Jalan Merdeka Taman Melaka Raya 75000 Melaka Tel. No.: +606 2833 622	087-002
RHB INVESTMENT BANK BERHAD	579, 580 & 581 Taman Melaka Raya 75000 Melaka Tel. No.: +606 2825 211	087-026
TA SECURITIES HOLDINGS BERHAD	59, 59A, 59B Jalan Merdeka Taman Melaka Raya 75000 Melaka Tel. No.: +606 2862 618	058-008
UOB KAY HIAN SECURITIES (M) SDN BHD	7-2 Jalan PPM8 Malim Business Park 75250 Melaka Tel No : +606 3352 511	078-014
PERAK DARUL RIDZUAN		
AFFIN HWANG INVESTMENT BANK BERHAD	21, Jalan Stesen 34000 Taiping Perak Darul Ridzuan Tel. No.: +605 8066 688	068-003

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
PERAK DARUL RIDZUAN (Cont'd)		
AFFIN HWANG INVESTMENT BANK BERHAD	2 nd & 3 rd Floor No. 22, Persiaran Greentown 1 Greentown Business Centre 30450 Ipoh Perak Darul Ridzuan Tel. No.: +605 2559 988	068-015
CIMB INVESTMENT BANK BERHAD	Ground, 1 st , 2 nd and 3 rd Floor No. 8, 8A-8C Persiaran Greentown 4C Greentown Business Centre 30450 Ipoh Perak Darul Ridzuan Tel. No.: +605 2088 688	065-010
HONG LEONG INVESTMENT BANK BERHAD	51-53, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel. No.: +605 2530 888	066-003
KENANGA INVESTMENT BANK BERHAD	Ground, 1 st , 2 nd & 4 th Floor No. 63 Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel. No.: +605 2422 828	073-022
KENANGA INVESTMENT BANK BERHAD	No. 7B-1, Jalan Laman Intan Bandar Baru Teluk Intan 36000 Teluk Intan Perak Darul Ridzuan Tel. No.: +605 6222 828	073-026
KENANGA INVESTMENT BANK BERHAD	Ground Floor No. 25 & 25A Jalan Jaya 2, Medan Jaya 32000 Sitiawan Perak Darul Ridzuan Tel. No.: +605 6939 828	073-031
M & A SECURITIES SDN BHD	M & A Building 52A, Jalan Sultan Idris Shah 30000 Ipoh Perak Darul Ridzuan Tel. No.: +605 2419 800	057-001
MALACCA SECURITIES SDN BHD	No. 3, 1 st Floor Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel. No.: 05-2541 533	012-013

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
PERAK DARUL RIDZUAN (Cont'd)		
MAYBANK INVESTMENT BANK BERHAD	B-G-04 (Ground Floor), Level 1 & 2 No.42 Persiaran Greentown 1 Pusat Perdagangan Greentown 30450 Ipoh Perak Darul Ridzuan Tel. No.: +605 2453 400	098-002
RHB INVESTMENT BANK BERHAD	Ground & 1 st Floor No. 17, Jalan Intan 2, Bandar Baru 36000 Teluk Intan Perak Darul Ridzuan Tel. No.: +605 6236 498	087-014
RHB INVESTMENT BANK BERHAD	Ground & 1 st Floor No. 23 & 25 Jalan Lumut 32000 Sitiawan Perak Darul Ridzuan Tel. No.: +605 6921 228	087-016
RHB INVESTMENT BANK BERHAD	21-25, Jalan Seenivasagam Greentown 30450 Ipoh Perak Darul Ridzuan Tel. No.: +605 2415 100	087-023
RHB INVESTMENT BANK BERHAD	Ground Floor, No. 40, 42 & 44 Jalan Berek 34000 Taiping Perak Darul Ridzuan Tel. No.: +605 8088 229	087-034
RHB INVESTMENT BANK BERHAD	72, Ground Floor Jalan Idris 31900 Kampar Perak Darul Ridzuan Tel. No.: +605 4651 261	087-044
RHB INVESTMENT BANK BERHAD	No. 1 & 3, 1 st Floor Jalan Wawasan Satu Taman Wawasan Jaya 34200 Parit Buntar Perak Darul Ridzuan Tel. No.: +605 7170 888	087-052
TA SECURITIES HOLDINGS BERHAD	Ground, 1 st & 2 nd Floor Plaza Teh Teng Seng No. 227, Jalan Raja Permaisuri Bainun 30250 Ipoh Perak Darul Ridzuan Tel. No.: +605 2531 313	058-001

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
PERAK DARUL RIDZUAN (Cont'd)		
UOB KAY HIAN SECURITIES (M) SDN BHD	27-1, Jalan Intan 2 Bandar Baru 36000 Teluk Intan Perak Darul Ridzuan Tel. No.: +605 6216 010	078-009
UOB KAY HIAN SECURITIES (M) SDN BHD	153A Jalan Raja Musa Aziz 30303 Ipoh Perak Darul Ridzuan Tel No : +605 2411 290	078-013
PULAU PINANG		
ALLIANCE INVESTMENT BANK BERHAD	Ground & Mezzanine Floor Bangunan Berkath 21 Lebu Pantai 10300 Pulau Pinang Tel. No.: +604 2611 688	076-015
AMINVESTMENT BANK BERHAD	3 rd Floor, Menara Liang Court No. 37, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel. No.: +604 2261 818	086-004
CIMB INVESTMENT BANK BERHAD	Ground Floor Suite 1.01, Menara Boustead Penang 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel. No.: +604 2385 900	065-001
AFFIN HWANG INVESTMENT BANK BERHAD	Level 2, 3, 4, 5, 7 & 8, Wisma Sri Pinang 60, Green Hall 10200 Pulau Pinang Tel. No.: +604 2636 996	068-001
AFFIN HWANG INVESTMENT BANK BERHAD	No. 2 & 4 Jalan Perda Barat Bandar Perda 14000 Bukit Mertajam Pulau Pinang Tel. No.: +604 5372 882	068-006
INTER-PACIFIC SECURITIES SDN BHD	Canton Square Level 2 (Unit 1) & Level 3 No 56 Cantontment Road 10250 Penang Tel. No.: +604 2268 288	054-002
JF APEX SECURITIES BERHAD	368-2-5 Jalan Burmah Belissa Row 10350 Pulau Tikus Pulau Pinang Tel No : +604 2289 118	079-005

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
PULAU PINANG (Cont'd)		
JUPITER SECURITIES SDN BHD	20-1 Persiaran Bayan Indah Bayan Bay Sungai Nibong 11900 Bayan Lepas Penang Tel. No.: +604 6412 881	055-003
KENANGA INVESTMENT BANK BERHAD	7 th , 8 th & 16 th Floor Menara Boustead Penang 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel. No.: +604 2283 355	073-023
M & A SECURITIES SDN BHD	332H-1 & 332G-2 Harmony Square, Jalan Perak 11600 Georgetown, Pulau Pinang Tel. No.: +604 2817 611	057-005
M & A SECURITIES SDN BHD	216, 216A, 218 and 218A Pengkalan Weld Lebuh Macallum 10300 Pulau Pinang Tel. No.: +604 2617 611	057-008
MALACCA SECURITIES SDN BHD	No. 39-1, Jalan Lenggong Vantage Point 11600 Jelutong Penang Tel No : +604 8981 525	012-004
MALACCA SECURITIES SDN BHD	48 Jalan Todak 2 13700 Seberang Jaya Pulau Pinang Tel No : +604 3905 669	012-006
MALACCA SECURITIES SDN BHD	No 17, 1 st Floor Persiaran Bayan Indah Taman Bayan Indah 11900 Bayan Lepas Pulau Pinang Tel No : +604 6421 533	012-007
MAYBANK INVESTMENT BANK BERHAD	Lot 1.02, 1st Floor Bangunan KWSP Jalan Sulatn Ahmad Shah 10050 Georgetown Pulau Pinang Tel. No.: +604 2196 888	098-006

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
PULAU PINANG (Cont'd)		
MERCURY SECURITIES SDN BHD	Ground, 1 st , 2 nd & 3 rd Floor Wisma UMNO Lorong Bagan Luar Dua 12000 Butterworth Pulau Pinang Tel. No.: +604 3322 123	093-001
MERCURY SECURITIES SDN BHD	2 nd Floor, Standard Chartered Bank Chambers 2 Lebu Pantai 10300 Pulau Pinang Tel. No.: +604 2639 118	093-004
MERCURY SECURITIES SDN BHD	D' Piazza Mall 70-1-22 Jalan Mahsuri 11900 Bandar Bayan Baru Penang Tel. No.: +604 6400 822	093-006
PM SECURITIES SDN BHD	Level 3, Wisma Wang 251-A, Jalan Burmah 10350, Pulau Pinang Tel. No.: +604 2273 000	064-004
RHB INVESTMENT BANK BERHAD	Ground, 1 st & 2 nd Floor No. 2677, Jalan Chain Ferry Taman Inderawasih 13600 Seberang Prai Pulau Pinang Tel. No.: +604 3900 022	087-005
RHB INVESTMENT BANK BERHAD	Ground, 1 st & 2 nd Floor No. 11A, Jalan Keranji Off Jalan Padang Lallang 14000 Bukit Mertajam Pulau Pinang Tel. No.: +604 5402 888	087-015
RHB INVESTMENT BANK BERHAD	834, Ground & 1 st Floor 835, 1st Floor Jalan Besar, Sungai Bakap 14200 Sungai Jawi Seberang Perai Selatan Pulau Pinang Tel. No.: +604 5831 888	087-032
RHB INVESTMENT BANK BERHAD	64 & 64-D Ground – 3 rd Floor, 5 th – 8 th Floor Lebu Bishop 10200 Pulau Pinang Tel. No.: +604 2634 222	087-033

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
PULAU PINANG (Cont'd)		
RHB INVESTMENT BANK BERHAD	Ground & 1 st Floor No. 15-G-5, 15-G-6, 15-1-5, 15-1-6, 15-2-5, 15-2-6 & 15-2-24 Medan Kampung Relau (Bayan Point) 11950 Pulau Pinang Tel. No.: +604 6404 888	087-042
SJ SECURITIES SDN BHD	12th Floor, Office Tower Hotel Royal Penang No. 3 Jalan Larut 10050 Georgetown Pulau Pinang Tel. No.: +604 2289 836	096-003
TA SECURITIES HOLDINGS BERHAD	3 rd Floor, Bangunan Heng Guan No 171, Jalan Burmah 10050 Pulau Pinang Tel No : +604 2272 339	058-010
UOB KAY HIAN SECURITIES (M) SDN BHD	1 st Floor Bangunan Heng Guan 171 Jalan Burmah 10050 Pulau Pinang Tel. No.: +604 2299 318	078-002
UOB KAY HIAN SECURITIES (M) SDN BHD	Ground & 1 st Floor No. 2, Jalan Perniagaan 2 Pusat Perniagaan Alma 14000 Bukit Mertajam Pulau Pinang Tel. No.: +604 5541 388	078-003
PERLIS INDRA KAYANGAN		
RHB INVESTMENT BANK BERHAD	Ground & 1 st Floor No. 39, Taman Suriani Persiaran Jubli Emas 01000 Kangar Perlis Indra Kayangan Tel. No.: +604 9793 888	087-060
KEDAH DARUL AMAN		
ALLIANCE INVESTMENT BANK BERHAD	Lot T-30, 2 nd Floor, Wisma PKNK Jalan Sultan Badlishah 05000 Alor Setar Kedah Darul Aman Tel. No.: +604 7317 088	076-004

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
KEDAH DARUL AMAN (Cont'd)		
AFFIN HWANG INVESTMENT BANK BERHAD	No. 70 A, B, C, Jalan Mawar 1 Taman Pekan Baru 08000 Sungai Petani Kedah Darul Aman Tel. No.: +604 4256 666	068-011
RHB INVESTMENT BANK BERHAD	No. 112, Jalan Pengkalan Taman Pekan Baru 08000 Sungai Petani Kedah Darul Aman Tel. No.: +604 4204 888	087-017
RHB INVESTMENT BANK BERHAD	35, Ground Floor Jalan Suria 1, Jalan Bayu 09000 Kulim Kedah Darul Aman Tel. No.: +604 4964 888	087-019
RHB INVESTMENT BANK BERHAD	Ground & 1 st Floor 214-A, 214-B, 215-A & 215-B Medan Putra, Jalan Putra 05150 Alor Setar Kedah Darul Aman Tel. No.: +604 7209 888	087-021
UOB KAY HIAN SECURITIES (M) SDN BHD	Lot 4, 5 & 5A 1 st Floor EMUM 55 No. 55, Jalan Gangsa Kawasan Perusahaan Mergong 2 Seberang Jalan Putra 05150 Alor Setar Kedah Darul Aman Tel. No.: +604 7322 111	078-007
NEGERI SEMBILAN DARUL KHUSUS		
AFFIN HWANG INVESTMENT BANK BERHAD	1 st Floor 105, 107 & 109, Jalan Yam Tuan 70000 Seremban Negeri Sembilan Darul Khusus Tel. No.: +606 7612 288	068-007
AFFIN HWANG INVESTMENT BANK BERHAD	No. 6, Upper Level Jalan Mahligai 72100 Bahau Negeri Sembilan Darul Khusus Tel. No.: +606 4553 188	068-013

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
NEGERI SEMBILAN DARUL KHUSUS (Cont'd)		
KENANGA INVESTMENT BANK BERHAD	1C-1 & 1D-1, Ground & First Floor Jalan Tunku Munawir 70000 Seremban Negeri Sembilan Tel. No.: +606 7655 998	073-033
MAYBANK INVESTMENT BANK BERHAD	Wisma HM No. 43, Jalan Dr Krishnan 70000 Seremban Negeri Sembilan Tel No : +606 7669 555	098-005
PM SECURITIES SDN BHD	1 st , 2 nd & 3 rd Floor 19-21, Jalan Kong Sang 70000 Seremban Negeri Sembilan Darul Khusus Tel. No.: +606 7623 131	064-002
RHB INVESTMENT BANK BERHAD	Ground, 1 st & 2 nd Floor No. 32 & 33, Jalan Dato' Bandar Tunggal 70000 Seremban Negeri Sembilan Darul Khusus Tel. No.: +606 7641 641	087-024
RHB INVESTMENT BANK BERHAD	Ground & Mezzanine Floor No. 346 & 347, Batu ½, Jalan Pantai 71000 Port Dickson Negeri Sembilan Darul Khusus Tel. No.: +606 6461 234	087-046
JOHOR DARUL TAKZIM		
AFFIN HWANG INVESTMENT BANK BERHAD	Level 7, Johor Bahru City Square (Office Tower) 106-108, Jalan Wong Ah Fook 80000 Johor Bahru Johor Darul Takzim Tel. No.: +607 2222 692	068-004
ALLIANCE INVESTMENT BANK BERHAD	No. 73, Ground & 1 st Floor Jalan Rambutan 86000 Kluang Johor Darul Takzim Tel. No.: +607 7717 922	076-006
AMINVESTMENT BANK BERHAD	3 rd Floor, Penggaram Complex 1, Jalan Abdul Rahman 83000 Batu Pahat Johor Darul Takzim Tel. No.: +607 4342 282	086-002

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
JOHOR DARUL TAKZIM (Cont'd)		
AMINVESTMENT BANK BERHAD	18 th Floor, Selesa Tower Jalan Dato' Abdullah Tahir 80300 Johor Bahru Johor Darul Takzim Tel. No.: +607 3343 855	086-006
CIMB INVESTMENT BANK BERHAD	No. 73, Ground Floor No. 73A & 79A, First Floor Jalan Kuning Dua 80400 Johor Bahru Johor Darul Takzim Tel. No.: +607 3405 888	065-011
INTER-PACIFIC SECURITIES SDN BHD	95, Jalan Tun Abdul Razak 80000 Johor Bahru Johor Darul Takzim Tel. No.: +607 2231 211	054-004
JUPITER SECURITIES SDN BHD	30-1 Jalan Molek 1/10 Taman Molek 81100 Johor Bahru Johor Darul Takzim Tel. No.: +607 3538 878	055-002
KENANGA INVESTMENT BANK BERHAD	Level 2, Menara Pelangi Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel. No.: +607 3333 600	073-004
KENANGA INVESTMENT BANK BERHAD	Ground & Mezzanine Floor No. 34 Jalan Genuang 85000 Segamat Johor Darul Takzim Tel. No.: +607 9333 515	073-009
KENANGA INVESTMENT BANK BERHAD	No. 33 & 35 (A&B) Ground Floor Jalan Syed Abdul Hamid Sagaff 86000 Kluang Johor Darul Takzim Tel. No.: +607 7771 161	073-010
KENANGA INVESTMENT BANK BERHAD	Ground Floor No. 4, Jalan Dataran 1 Taman Bandar Tangkak 84900 Tangkak Johor Darul Takzim Tel. No.: +606 9782 292	073-011

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
JOHOR DARUL TAKZIM (Cont'd)		
KENANGA INVESTMENT BANK BERHAD	No. 24, 24A & 24B Jalan Penjaja 3 Kim Park Centre Batu Pahat, 83000 Johor Darul Takzim Tel. No.: +607 4326 963	073-017
KENANGA INVESTMENT BANK BERHAD	Suite 16-02, 16-03, 16-03A Level 16 Menara MSC Cyberport No. 5 Jalan Bukit Meldrum 80300 Johor Bahru Johor Darul Takzim Tel. No.: +607 2237 423	073-019
KENANGA INVESTMENT BANK BERHAD	No. 57, 59 & 61, Jalan Ali 84000 Muar Johor Darul Takzim Tel. No.: +606 9532 222	073-024
KENANGA INVESTMENT BANK BERHAD	Ground Floor No. 234, Jalan Besar Taman Semberong Baru 83700 Yong Peng Johor Darul Takzim Tel. No.: +607 4678 885	073-025
M & A SECURITIES SDN BHD	Suite 5.3A, Level 5 Menara Pelangi Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel. No.: +607 3381 233	057-003
M & A SECURITIES SDN BHD	No. 27, 27A & 27B Jalan Molek 3/10, Taman Molek 81100 Johor Bahru Johor Darul Takzim Tel. No.: +607 3351 988	057-007
MALACCA SECURITIES SDN BHD	74 Jalan Serampang Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel. No.: +607 3351 533	012-005
MALACCA SECURITIES SDN BHD	1735-B Jalan Sri Putri 4 Taman Putri Kulai 81000, Kulaijaya Johor Darul Takzim Tel. No.: +607 6638 877	012-010

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
JOHOR DARUL TAKZIM (Cont'd)		
MERCURY SECURITIES SDN BHD	Suite 17.1, Level 17, Menara Pelangi Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel. No.: +607 3316 992	093-005
PM SECURITIES SDN BHD	Ground & 1st Floor No. 43 & 43A, Jalan Penjaja 3 Taman Kim's Park, Business Centre 83000 Batu Pahat Johor Darul Takzim Tel. No.: +607 4333 608	064-008
RHB INVESTMENT BANK BERHAD	6 th Floor, Wisma Tiong-Hua 8, Jalan Keris, Taman Sri Tebrau 80050 Johor Bahru Johor Darul Takzim Tel. No.: +607 2788 821	087-006
RHB INVESTMENT BANK BERHAD	53, 53-A & 53-B, Jalan Sultanah 83000 Batu Pahat Johor Darul Takzim Tel. No.: +607 4380 288	087-009
RHB INVESTMENT BANK BERHAD	No. 33-1, 1 st & 2 nd Floor Jalan Ali 84000 Muar Johor Darul Takzim Tel. No.: +606 9538 262	087-025
RHB INVESTMENT BANK BERHAD	Ground & 1 st Floor No. 119 & 121 Jalan Sutera Tanjung 8/2 Taman Sutera Utama 81300 Skudai Johor Darul Takzim Tel. No.: +607 5577 628	087-029
RHB INVESTMENT BANK BERHAD	Ground, 1 st & 2 nd Floor No. 3, Jalan Susur Utama 2/1 Taman Utama 85000 Segamat Johor Darul Takzim Tel. No.: +607 9321 543	087-030
RHB INVESTMENT BANK BERHAD	Ground & 1st Floor No. 40, Jalan Haji Manan 86000 Kluang Johor Darul Takzim Tel. No.: +607 7769 655	087-031

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
JOHOR DARUL TAKZIM (Cont'd)		
RHB INVESTMENT BANK BERHAD	Ground, 1 st & 2 nd Floor No. 10, Jalan Anggerik 1 Taman Kulai Utama 81000 Kulai Johor Darul Takzim Tel. No.: +607 6626 288	087-035
RHB INVESTMENT BANK BERHAD	Ground, 1 st & 2 nd Floor No. 343, Jalan Muar 84900 Tangkak Johor Darul Takzim Tel. No.: +606 9787 180	087-038
RHB INVESTMENT BANK BERHAD	No. 2, 1 st Floor Jalan Makmur Taman Sri Aman 85300 Labis Johor Darul Takzim Tel. No.: +607 9256 881	087-039
RHB INVESTMENT BANK BERHAD	Ground 1 st & 2 nd Floor Nos. 21 and 23 Jalan Molek 1/30 Taman Molek 81100 Johor Bahru Johor Darul Takzim Tel. No.: +607 3522 293	087-043
TA SECURITIES HOLDINGS BERHAD	7A Jalan Genuang Perdana Taman Genuang Perdana 85000 Segamat Johor Darul Takzim Tel. No.: +607 9435 278	058-009
UOB KAY HIAN SECURITIES (M) SDN BHD	Level 6 & 7, Menara MSC Cyberport No. 5, Jalan Bukit Meldrum 80300 Johor Bahru Johor Darul Takzim Tel. No.: +607 3332 000	078-001
UOB KAY HIAN SECURITIES (M) SDN BHD	42-8, Main Road Kulai Besar 81000 Kulai Johor Darul Takzim Tel. No.: +607 6635 651	078-005
UOB KAY HIAN SECURITIES (M) SDN BHD	No. 70 Jalan Rosmerah 2/17 Taman Johor Jaya 81100 Johor Bahru Johor Darul Takzim Tel. No.: +607 3513 218	078-006

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
JOHOR DARUL TAKZIM (Cont'd)		
UOB KAY HIAN SECURITIES (M) SDN BHD	No. 171 (Ground Floor) Jalan Bestari 1/5 Taman Nusa Bestari 81300 Skudai Johor Darul Takzim Tel. No.: +607 5121 633	078-008
PAHANG DARUL MAKMUR		
ALLIANCE INVESTMENT BANK BERHAD	Ground, Mezzanine and 1st Floor B400, Jalan Beserah 25300 Kuantan Pahang Darul Makmur Tel. No.: +609 5660 800	076-002
CIMB INVESTMENT BANK BERHAD	Ground, 1 st & 2 nd Floor No. A-27 (Aras G, 1 & 2) Jalan Dato' Lim Hoe Lek 25200 Kuantan Pahang Darul Makmur Tel. No.: +609 5057 800	065-007
JUPITER SECURITIES SDN BHD	2 nd Floor, Lot No. 25 Jalan Chui Yin 28700 Bentong Pahang Darul Makmur Tel. No.: +609 2234 136	055-005
KENANGA INVESTMENT BANK BERHAD	A15, A17 & A19, Ground Floor Jalan Tun Ismail 2, Sri Dagangan 2 25000 Kuantan Pahang Darul Makmur Tel. No.: +609 5171 698	073-027
MALACCA SECURITIES SDN BHD	P11-3, Jalan Chui Yin 28700 Bentong Pahang Darul Makmur Tel No : +609 2220 993	012-008
RHB INVESTMENT BANK BERHAD	B32& B34, Lorong Tun Ismail 8 Seri Dagangan II 25000 Kuantan Pahang Darul Makmur Tel. No.: +609 5173 811	087-007
RHB INVESTMENT BANK BERHAD	Ground & 1 st Floor 98 Jalan Pasdec 28700 Bentong Pahang Darul Makmur Tel. No.: +609 2234 943	087-022

17. LIST OF ADAS (cont'd)

<u>Name</u>	<u>Address and telephone number</u>	<u>Broker code</u>
PAHANG DARUL MAKMUR (Cont'd)		
RHB INVESTMENT BANK BERHAD	Ground Floor No. 76-A, Persiaran Camelia 4 Tanah Rata 39000 Cameron Highlands Pahang Darul Makmur Tel. No.: +605 4914 913	087-041
KELANTAN DARUL NAIM		
RHB INVESTMENT BANK BERHAD	Ground & 1 st Floor No. 3953-H, Jalan Kebun Sultan 15350 Kota Bharu Kelantan Darul Naim Tel. No.: +609 7430 077	087-020
TA SECURITIES HOLDINGS BERHAD	298, Jalan Tok Hakim 15000 Kota Bharu Kelantan Darul Naim Tel. No.: +609 7432 288	058-004
UOB KAY HIAN SECURITIES (M) SDN BHD	Ground & 1 st Floor Lot 712, Sek 9, PT 62 Jalan Tok Hakim 15000 Kota Bharu Kelantan Darul Naim Tel No : +609 7473 906	078-015
TERENGGANU DARUL IMAN		
ALLIANCE INVESTMENT BANK BERHAD	Ground & Mezzanine Floor Wisma Kam Choon 101, Jalan Kampung Tiong 20100 Kuala Terengganu Terengganu Darul Iman Tel. No.: +609 6317 922	076-009
FA SECURITIES SDN BHD	No. 51 & 51A Ground, Mezzanine & 1 st Floor Jalan Tok Lam 20100 Kuala Terengganu Terengganu Darul Iman Tel. No.: +609 6238 128	021-001
RHB INVESTMENT BANK BERHAD	Ground & 1 st Floor 9651, Cukai Utama Jalan Kubang Kurus 24000 Kemaman Terengganu Darul Iman Tel. No.: +609 8583 109	087-027

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
TERENGGANU DARUL IMAN (Cont'd)		
RHB INVESTMENT BANK BERHAD	1 st Floor, 59, Jalan Sultan Ismail 20200 Kuala Terengganu Terengganu Darul Iman Tel. No.: +609 6261 816	087-055
UOB KAY HIAN SECURITIES (M) SDN BHD	37-B, 1 st Floor Jalan Sultan Ismail 20200 Kuala Terengganu Terengganu Darul Iman Tel. No.: +609 6224 766	078-016
SARAWAK		
AFFIN HWANG INVESTMENT BANK BERHAD	Ground Floor & 1 st Floor No.1, Jalan Pending 1st Floor, No.3, Jalan Pending 93450 Kuching Sarawak Tel. No.: +6082 341 999	068-005
AMINVESTMENT BANK BERHAD	No. 164, 166 & 168 1 st Floor Jalan Abell 93100 Kuching Sarawak Tel. No.: +6082 244 791	086-001
AFFIN HWANG INVESTMENT BANK BERHAD	No. 282, 1 st Floor Park City Commercial Centre Phase 4, Jalan Tun Ahmad Zaidi 97000 Bintulu Sarawak Tel. No.: +6086 330 008	068-016
CIMB INVESTMENT BANK BERHAD	Level 1, Wisma STA 26, Jalan Datuk Abang Abdul Rahim 93450 Kuching Sarawak Tel. No.: +6082 358 606	065-001
CIMB INVESTMENT BANK BERHAD	No. 6A, Ground Floor Jalan Bako, Off Brooke Drive 96000 Sibu Sarawak Tel. No.: +6084 367 700	065-001
KENANGA INVESTMENT BANK BERHAD	Lot 2465, Jalan Boulevard Utama Boulevard Commercial Centre 98000 Miri Sarawak Tel. No.: +6085 435 577	073-002

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
SARAWAK (Cont'd)		
KENANGA INVESTMENT BANK BERHAD	Level 2 - 4, Wisma Mahmud Jalan Sungai Sarawak 93100 Kuching Sarawak Tel. No.: +6082 338 000	073-003
KENANGA INVESTMENT BANK BERHAD	No. 11-12 (Ground & 1 st Floor) Lorong Kampung Datu 3 96000 Sibu Sarawak Tel. No.: +6084 313 855	073-012
KENANGA INVESTMENT BANK BERHAD	Ground Floor of Survey Lot No. 4203 Parkcity Commerce Square Phase 6, jalan Diwarta 97000 Bintulu Sarawak Tel. No.: +6086 337 588	073-018
KENANGA INVESTMENT BANK BERHAD	Suites 9 & 10, 3rd Floor, Yung Kong Abell Lot 365 Abell Road 93100 Kuching Sarawak Tel. No.: +6082 248 877	073-036
MERCURY SECURITIES SDN BHD	1 st Floor 16, Jalan Getah 96100 Sarikei Sarawak Tel No : +6084 659 019	093-007
RHB INVESTMENT BANK BERHAD	Yung Kong Abell Units No. 1-10, 2 nd Floor Lot 365, Section 50, Jalan Abell 93100 Kuching Sarawak Tel. No.: +6082 250 888	087-008
RHB INVESTMENT BANK BERHAD	Lot 1268, 1 st & 2 nd Floor Lot 1269, 2nd Floor Centre Point Commercial Centre Jalan Melayu 98000 Miri Sarawak Tel. No.: +6085 422 788	087-012
RHB INVESTMENT BANK BERHAD	102, Pusat Pedada Jalan Pedada 96000 Sibu Sarawak Tel. No.: +6084 329 100	087-013

17. LIST OF ADAS (cont'd)

<u>Name</u>	<u>Address and telephone number</u>	<u>Broker code</u>
SARAWAK (Cont'd)		
RHB INVESTMENT BANK BERHAD	Ground Floor & 1 st Floor No. 221, Parkcity Commerce Square Phase 111, Jalan Tun Ahmad Zaidi 97000 Bintulu Sarawak Tel. No.: +6086 311 770	087-053
TA SECURITIES HOLDINGS BERHAD	12G, H & I Jalan Kampong Datu 96000 Sibu Sarawak Tel. No.: +6084 319 998	058-002
TA SECURITIES HOLDINGS BERHAD	2 nd Floor, (Bahagian Hadapan) Bangunan Binamas, Lot 138 Section 54, Jalan Pandung 93100 Kuching Sarawak Tel. No.: +6082 236 333	058-006
UOB KAY HIAN SECURITIES (M) SDN BHD	Lot 1265, Level 1 Centre Point Commercial Centre Jalan Melayu 98000 Miri Sarawak Tel. No.: +6085 324 128	078-017
SABAH		
AFFIN HWANG INVESTMENT BANK BERHAD	Suite 1-9-E1, 9 th Floor, CPS Tower Centre Point Sabah No. 1, Jalan Centre Point 88000 Kota Kinabalu Sabah Tel. No.: +6088 311 688	068-008
CIMB INVESTMENT BANK BERHAD	1 st & 2 nd Floor Central Building No.28, Jalan Sagunting 88000 Kota Kinabalu Sabah Tel. No.: +6088 328 878	065-001
KENANGA INVESTMENT BANK BERHAD	Aras 8, Wisma Great Eastern 68, Jalan Gaya 88000 Kota Kinabalu Sabah Tel. No.: +6088 236 188	073-032
RHB INVESTMENT BANK BERHAD	2 nd Floor, 81 & 83, Jalan Gaya 88000 Kota Kinabalu Sabah Tel. No.: +6088 269 788	087-010

17. LIST OF ADAS (cont'd)

Name	Address and telephone number	Broker code
SABAH (Cont'd)		
RHB INVESTMENT BANK BERHAD	Ground Floor, Block 2 Lot 4 & Lot 5, Bandar Indah, Mile 4 North Road 91000 Sandakan Sabah Tel. No.: +6089 229 286	087-057
UOB KAY HIAN SECURITIES (M) SDN BHD	11, Equity House, Block K Sadong Jaya, Karamunsing 88100 Kota Kinabalu Sabah Tel. No.: +6088 234 090	078-011
UOB KAY HIAN SECURITIES (M) SDN BHD	Lot 177 & 178, Ground Floor Block 17, Phase 2, Prima Square Mile 4, North Road 90000 Sandakan Sabah Tel No : +6089 218 681	078-012

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