

No securities will be allotted or issued based on this Abridged Prospectus after 6 months from the date of this Abridged Prospectus.

THIS ABRIDGED PROSPECTUS IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. INVESTORS ARE ADVISED TO READ AND UNDERSTAND THE CONTENTS OF THIS ABRIDGED PROSPECTUS. IF IN DOUBT AS TO THE ACTION YOU SHOULD TAKE, PLEASE CONSULT A PROFESSIONAL ADVISER IMMEDIATELY.

Unless stated otherwise, all abbreviations and defined terms contained in this Abridged Prospectus are defined in the "Definition" section of this Abridged Prospectus. All enquiries concerning the Corporate Exercises should be addressed to our Share Registrar, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia (Tel: 03-7890 4700).

This Abridged Prospectus, together with the NPA and RSF are only despatched to Entitled Shareholders whose names appear in our Record of Depositors and who have provided our Share Registrar with a registered address in Malaysia not later than 5.00 p.m. on 14 October 2020. This Abridged Prospectus together with the NPA and RSF, are not intended to be issued, circulated or distributed in countries or jurisdictions other than Malaysia and no action has been or will be taken to ensure that the Corporate Exercises comply with the laws of any countries or jurisdictions other than the laws of Malaysia. Entitled Shareholders and their renounee(s) (if applicable) who are residents in countries or jurisdictions other than Malaysia should therefore immediately consult their legal advisers as to whether the acceptance or renunciation (as the case may be) of all or any part of their entitlements to the Corporate Exercises would result in the contravention of any laws of such countries or jurisdictions. Our Company and our Principal Adviser shall not accept any responsibility or liability in the event that any acceptance or renunciation made by the Entitled Shareholders or their renounee(s) (if applicable) are or shall become illegal, unenforceable, voidable or void in such countries or jurisdictions.

This Abridged Prospectus has been registered by the SC. The registration of this Abridged Prospectus should not be taken to indicate that the SC recommends this Corporate Exercises or assumes responsibility for the correctness of any statement made, opinion expressed or report contained in this Abridged Prospectus. The SC has not, in any way, considered the merits of the Corporate Exercises. A copy of this Abridged Prospectus, together with the NPA and RSF, has also been lodged with the Registrar of Companies, who takes no responsibility for the contents of these documents.

Approval for this Corporate Exercises has been obtained from our shareholders at our EGM held on 18 August 2020. Approval has also been obtained from Bursa Securities via its letter dated 9 July 2020 for the listing of and quotation for the Rights Shares and Bonus Shares on the Main Market of Bursa Securities. The listing of and quotation for the Rights Shares and Bonus Shares will commence after, amongst others, receipt of confirmation from Bursa Depository that all the CDS accounts of the Entitled Shareholders have been duly credited and notices of allotment have been despatched to the Entitled Shareholders. The approval from Bursa Securities for the listing of and quotation for the Rights Shares and Bonus Shares on the Main Market of Bursa Securities are in no way reflective of the merits of the Corporate Exercises. Bursa Securities does not take any responsibility for the correctness of statements or opinions expressed in this Abridged Prospectus.

The SC is not liable for any non-disclosure on the part of our Company and takes no responsibility for the contents of this Abridged Prospectus, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss you may suffer arising from or in reliance upon the whole or any part of the contents of this Abridged Prospectus.

FOR INFORMATION CONCERNING CERTAIN RISK FACTORS WHICH YOU SHOULD CONSIDER, SEE "RISK FACTORS" AS SET OUT IN SECTION 5 OF THIS ABRIDGED PROSPECTUS.



PERUSAHAAN SADUR TIMAH MALAYSIA (PERSTIMA) BERHAD

(Registration No. 197901005687 (49971-D))

(Incorporated in Malaysia)

- (I) **RENOUNCEABLE RIGHTS ISSUE OF 19,860,944 NEW ORDINARY SHARES IN PERSTIMA ("RIGHTS SHARE(S)") ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY FIVE (5) EXISTING ORDINARY SHARES IN PERSTIMA HELD AT 5:00 P.M. ON 14 OCTOBER 2020 AT AN ISSUE PRICE OF RM3.00 PER RIGHTS SHARE PAYABLE IN FULL UPON ACCEPTANCE ("RIGHTS ISSUE"); AND**
- (II) **BONUS ISSUE OF 9,930,472 NEW PERSTIMA SHARES ("BONUS SHARE(S)") ON THE BASIS OF ONE (1) BONUS SHARE FOR EVERY TWO (2) RIGHTS SHARES SUBSCRIBED BY THE ENTITLED SHAREHOLDERS OF PERSTIMA AND/OR THEIR RENOUNCEES PURSUANT TO THE RIGHTS ISSUE ("BONUS ISSUE")**

Principal Adviser and Underwriter



M&A SECURITIES SDN BHD

(Registration No. 197301001503 (15017-H))

(A Wholly-Owned Subsidiary of Insas Berhad)

(A Participating Organisation of Bursa Malaysia Securities Berhad)

IMPORTANT RELEVANT DATES AND TIME:

Entitlement Date	: Wednesday, 14 October 2020 at 5:00 P.M.
Last date and time for sale of provisional allotment of rights	: Wednesday, 21 October 2020 at 5:00 P.M.
Last date and time for transfer of provisional allotment of rights	: Friday, 23 October 2020 at 4:30 P.M.
Last date and time for acceptance and payment	: Friday, 30 October 2020 at 5:00 P.M.
Last date and time for excess application and payment	: Friday, 30 October 2020 at 5:00 P.M.

OUR BOARD HAS SEEN AND APPROVED ALL THE DOCUMENTS RELATING TO THE CORPORATE EXERCISES. THEY COLLECTIVELY AND INDIVIDUALLY ACCEPT FULL RESPONSIBILITY FOR THE ACCURACY OF THE INFORMATION CONTAINED IN THE SAID DOCUMENTS. HAVING MADE ALL REASONABLE ENQUIRIES, AND TO THE BEST OF THEIR KNOWLEDGE AND BELIEF, THEY CONFIRM THAT THERE ARE NO FALSE OR MISLEADING STATEMENTS OR OTHER FACTS WHICH, IF OMITTED, WOULD MAKE ANY STATEMENT IN THIS ABRIDGED PROSPECTUS FALSE OR MISLEADING.

M&A SECURITIES, BEING THE PRINCIPAL ADVISER FOR THE CORPORATE EXERCISES, ACKNOWLEDGES THAT, BASED ON ALL AVAILABLE INFORMATION, AND TO THE BEST OF ITS KNOWLEDGE AND BELIEF, THIS ABRIDGED PROSPECTUS CONSTITUTES A FULL AND TRUE DISCLOSURE OF ALL MATERIAL FACTS CONCERNING THE CORPORATE EXERCISES.

YOU SHOULD RELY ON YOUR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE INVESTMENT. IN CONSIDERING THE INVESTMENT, IF YOU ARE IN ANY DOUBT AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS IMMEDIATELY.

INVESTORS SHOULD NOTE THAT THEY MAY SEEK RECOURSE UNDER SECTIONS 248, 249 AND 357 OF THE CMSA, FOR BREACHES OF SECURITIES LAWS INCLUDING ANY STATEMENT IN THE ABRIDGED PROSPECTUS THAT IS FALSE, MISLEADING, OR FROM WHICH THERE IS A MATERIAL OMISSION; OR FOR ANY MISLEADING OR DECEPTIVE ACT IN RELATION TO THE ABRIDGED PROSPECTUS OR THE CONDUCT OF ANY OTHER PERSON IN RELATION TO THE COMPANY.

SECURITIES LISTED ON BURSA SECURITIES ARE OFFERED TO THE PUBLIC PREMISED ON FULL AND ACCURATE DISCLOSURE OF ALL MATERIAL INFORMATION CONCERNING THE CORPORATE EXERCISES FOR WHICH ANY OF THE PERSON SET OUT IN SECTION 236 OF THE CMSA , IS RESPONSIBLE.

THE DISTRIBUTION OF THE DOCUMENTS IS SUBJECT TO THE LAWS OF MALAYSIA. WE AND OUR ADVISERS FOR THE CORPORATE EXERCISES ARE NOT RESPONSIBLE FOR THE DISTRIBUTION OF THE DOCUMENTS OUTSIDE OF MALAYSIA. WE AND OUR ADVISERS HAVE NOT TAKEN ANY ACTION TO PERMIT AN OFFERING OF OUR SHARES BASED ON THE DOCUMENTS OR THE DISTRIBUTION OF THE DOCUMENTS OUTSIDE OF MALAYSIA. WE AND OUR ADVISERS REQUIRE YOU TO BE INFORMED AND TO OBSERVE SUCH RESTRICTIONS.

THE DOCUMENTS HAVE BEEN PREPARED AND PUBLISHED SOLELY FOR THE CORPORATE EXERCISES UNDER THE LAWS OF MALAYSIA. WE AND OUR ADVISERS HAVE NOT AUTHORISED ANYONE TO PROVIDE YOU WITH INFORMATION WHICH IS NOT CONTAINED IN THE DOCUMENTS.

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DEFINITIONS

Except where the context otherwise requires, the following definitions and abbreviations shall apply throughout this Abridged Prospectus, NPA and RSF:

Abridged Prospectus	:	This Abridged Prospectus issued by Perstima dated 14 October 2020
Act	:	The Companies Act 2016
Board	:	Board of Directors of our Company
Bonus Issue	:	Bonus issue of 9,930,472 new Perstima Shares on the basis of one (1) Bonus Share for every two (2) Rights Shares subscribed
Bonus Share(s)	:	The new Perstima Shares to be issued pursuant to the Bonus Issue
Bursa Depository	:	Bursa Malaysia Depository Sdn Bhd [Reg No: 198701006854 (165570-W)]
Bursa Securities	:	Bursa Malaysia Securities Berhad [Reg No: 200301033577 (635998-W)]
Business Expansion	:	Incorporation of a new subsidiary in the Philippines namely, Perstima (Philippines), Inc. on 22 November 2018, by Perstima for expansion of its manufacturing and supply of tin plate and tin free steel business to the Philippines
CAGR	:	Compounded annual growth rate
CDS	:	Central Depository System
CDS Account(s)	:	Central depository system account(s), which is/are a securities account(s) established by Bursa Depository for a depositor pursuant to the SICDA and the Rules of Bursa Depository for the recording of depositors of securities and for dealings in such securities by the depositor
Closing Date	:	Friday, 30 October 2020 at 5:00 p.m., being the last date and time for the acceptance and payment for the Rights Shares
CMSA	:	Capital Markets and Services Act, 2007
Corporate Exercises	:	Rights Issue and Bonus Issue, collectively
COVID-19	:	Coronavirus disease 2019 (COVID-19), an infectious disease which affects the respiratory system, and is a global pandemic
Documents	:	Collectively, this Abridged Prospectus and the accompanying NPA and RSF
EBITDA	:	Earnings before interest, taxation, depreciation and amortisation
EGM	:	Extraordinary general meeting
Entitled Shareholder(s)	:	Our shareholder(s) whose names appear on the Record of Depositors on the Entitlement Date
Entitlement Date	:	At 5:00 p.m. on Wednesday, 14 October 2020, being the time and date which the Entitled Shareholder(s) must be registered in our Record of Depositors with Bursa Depository in order to be entitled to participate in the Rights Issue
EPS	:	Earnings per share
Excess Rights Share(s)	:	Rights Share(s) which are not taken up or not validly taken up by the Entitled Shareholder(s) and/or their renouncee(s) and/or transferee(s) prior to the Closing Date

DEFINITIONS (CONT'D)

Excess Rights Shares Application	:	Applications for Excess Rights Shares as set out in Section 9 of this Abridged Prospectus
FPE(s)	:	Financial period(s) ended/ending, as the case may be
FYE(s)	:	Financial year(s) ended/ending, as the case may be
GDP	:	Gross domestic product
IMR Report	:	The independent market research report on the tin plate industry prepared by Providence
Index	:	FTSE Bursa Malaysia Kuala Lumpur Composite Index
Issue Price	:	The issue price of RM3.00 per Rights Share
JFE Shoji	:	JFE Shoji Corporation (Co. No: 120001062403)
JFE Steel	:	JFE Steel Corporation (Co. No: 010001008668)
LPD	:	15 September 2020, being the latest practicable date prior to the issuance of this Abridged Prospectus
Main Market	:	Main Market of Bursa Securities
Material Adverse Effect	:	<p>Means any event, development or occurrence, or series of events, development or occurrences, which, in the opinion of the Underwriter, have or could be expected to have a material adverse effect or change, whether individually or in the aggregate, and whether or not arising in the ordinary course of business, on any of the following:</p> <ol style="list-style-type: none"> i. the condition (financial, business, operations or otherwise), management, general affairs, business, assets, liquidity, liabilities, prospects, earnings, properties or results of operations of the Company and the Group, taken as a whole; ii. the ability of the Company to perform its obligations under or to consummate the transactions contemplated by the Underwriting Agreement and the Corporate Exercises; iii. the ability of Versalite, JFE Shoji and/or JFE Steel to perform its obligations under the Undertakings; iv. the success of the Corporate Exercises; or v. the ability of the Company or any member of the Group to conduct its business and to own or lease its assets and properties; <p>and for avoidance of doubt, a matter will not be considered as having materially and adversely affecting the financial condition of the Company unless the adverse financial impact on the Company exceeds five per cent (5%) of the consolidated net tangible assets of the Group or, if the matter affects the profitability of the Company, it exceeds five per cent (5%) of the audited consolidated net profit before tax of the Group for the financial year ended 31 March 2020.</p>
Market Day(s)	:	A day on which Bursa Securities is open for trading in securities

DEFINITIONS (CONT'D)

MCO	:	The 2020 Malaysia movement control order, commonly referred to as the MCO, a restriction imposed on the movement of people implemented as a preventive measure by the federal government of Malaysia in response to the COVID-19 pandemic in the country on 18 March 2020, and includes all its subsequent phases, being the conditional MCO which began on 4 May 2020 and the recovery MCO which began on 10 June 2020
MT	:	Metric tonnes
M&A Securities or Principal Adviser or Underwriter	:	M&A Securities Sdn Bhd [Reg. No: 197301001503 (15017-H)]
MMLR	:	Main Market Listing Requirements of Bursa Securities
NA	:	Net assets
NPA	:	Notice of provisional allotments in relation to the Rights Issue
NTA	:	Net tangible assets
Perstima or Company	:	Perusahaan Sadur Timah Malaysia (Perstima) Berhad [Reg. No: 197901005687 (49971-D)]
Perstima Group or Group	:	Perstima and its subsidiary companies
Perstima Share(s) or Share(s)	:	Ordinary share(s) in Perstima
PHP	:	Philippine Peso
Providence or Independent Market Researcher	:	Providence Strategic Partners Sdn Bhd [Reg. No: 201701024744 (1238910-A)]
Provisional Allotments	:	Rights Shares provisionally allotted to the Entitled Shareholders pursuant to the Rights Issue
Public Spread Requirement	:	Public shareholding spread requirement pursuant to paragraph 8.02(1) of the MMLR which states that a listed issuer must ensure that at least 25% of its total listed shares (excluding treasury shares) are in the hands of public shareholders
Record of Depositors	:	A record of securities holders established and maintained by Bursa Depository under the rules of depository, as amended from time to time
Reporting Accountants	:	KPMG PLT [LLP0010081-LCA & AF 0758]
Rights Issue	:	Renounceable rights issue of 19,860,944 Rights Shares on the basis of one (1) Rights Share for every five (5) Perstima Shares held
Rights Share(s)	:	The new Perstima Shares to be issued pursuant to the Rights Issue
RM and sen	:	Ringgit Malaysia and sen respectively
RSF	:	Rights subscription form in relation to the Rights Issue
Rules	:	Rules of the Malaysian Code on Take-Overs and Mergers, 2016 issued by the Securities Commission Malaysia
Share Registrar	:	Boardroom Share Registrars Sdn Bhd [Reg. No: 199601006647 (378993-D)]
SICDA	:	Securities Industry (Central Depositories) Act, 1991

DEFINITIONS (CONT'D)

SC	:	Securities Commission Malaysia
TEAP	:	Theoretical ex-all price
Undertakings	:	The written irrevocable undertakings from the Undertaking Shareholders to subscribe in full for their entitlements under the Rights Issue, the details of which are set out in Section 2.1.4 of this Abridged Prospectus
Undertaking Shareholders	:	The shareholders who have provided the Undertakings comprising Versalite, JFE Shoji and JFE Steel
Underwriting Agreement	:	Underwriting agreement dated 29 September 2020 between our Company and the Underwriter in relation to the underwriting of the Underwritten Shares by the Underwriter
Underwritten Shares	:	8,337,035 Rights Shares, representing approximately 41.98% of the total Rights Shares underwritten by the Underwriter pursuant to the Underwriting Agreement
USD	:	United States Dollar
Versalite	:	Versalite Sdn Bhd [Reg. No: 199401021406 (307085-M)]
5D-VWAMP	:	5-day volume weighted average market price

References to "we", "us", "our" and "ourselves" are to our Company and save where the context otherwise requires, our subsidiaries. All references to "you" in this Abridged Prospectus are to our Entitled Shareholders.

Words incorporating the singular shall, where applicable, include the plural and vice versa and words incorporating the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Reference to persons shall include a corporation, unless otherwise specified.

Any reference in this Abridged Prospectus to any statute, guideline, listing requirement or enactment as for the time being amended or re-enacted. Any reference to a time of day in this Abridged Prospectus shall be a reference to Malaysian time, unless otherwise specified.

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ADVISERS' DIRECTORY

PRINCIPAL ADVISER AND UNDERWRITER

M&A Securities Sdn. Bhd.

Level 11, No. 45 & 47, The Boulevard
Mid Valley City
Lingkar Syed Putra
59200 Kuala Lumpur
Wilayah Persekutuan
Telephone number: 03-2284 2911

SOLICITORS FOR THE CORPORATE EXERCISES

Ilham Lee

C3-5-2, Solaris Dutamas
1, Jalan Dutamas 1
50480 Kuala Lumpur
Wilayah Persekutuan
Telephone: 03-6211 3221

COMPANY SECRETARIES

Tai Yit Chan
(SSM PC NO. 202008001023) (MAICSA 7009143)

Chan Yoke Peng
(SSM PC NO. 202008001791) (MAISCA 7053966)

Boardroom Corporate Services Sdn. Bhd.
12th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan
Telephone number: 03-7890 4800

SHARE REGISTRAR

Boardroom Share Registrars Sdn. Bhd.

11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan
Telephone number: 03-7890 4700

AUDITORS & REPORTING ACCOUNTANTS

KPMG PLT

Level 3, CIMB Leadership Academy
No.3, Jalan Medini Utara 1
Medini Iskandar, 79200 Iskandar Puteri
Johor Darul Takzim
Telephone number: 07-266 2213

Partner's Name: Chan Yen Ing
Approved Number: 03174/04/2021 J
Malaysia Institute of Accountants Number: 11665

ADVISERS' DIRECTORY (CONT'D)

INDEPENDENT MARKET RESEARCHER

Providence Strategic Partners Sdn. Bhd.

67-1, Block D, The Suites, Jaya One
No. 72A, Jalan Universiti
46200 Petaling Jaya
Selangor Darul Ehsan
Telephone number: +603-7625 1769

Executive Director: Melissa Lim Li Hua
(Bachelor of Commerce (Double major in
Marketing and Management) from Murdoch
University, Australia)

STOCK EXCHANGE LISTING

Main Market of Bursa Securities

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SUMMARY OF THE CORPORATE EXERCISES

This summary of the Corporate Exercises only highlights the key information from other parts of the Abridged Prospectus. It does not contain all the information that may be important to you. You should read and understand the contents of the whole Abridged Prospectus.

Information	Section	Summary
Summary of the Corporate Exercises	2.1 & 2.2	<p>(a) Rights Issue</p> <p>The Rights Issue would entail an issuance of 19,860,944 Rights Shares to the Entitled Shareholders on the basis of one (1) Rights Share for every five (5) existing Perstima Shares held on the Entitlement Date at an issue price of RM3.00. The Rights Issue will be undertaken on full subscription basis.</p> <p>The Entitled Shareholders and/or their renounee(s) who subscribe for the Rights Shares shall be entitled to the Bonus Issue on the basis of one (1) Bonus Share for every two (2) Rights Shares subscribed by the Entitled Shareholders and/or their renounee(s).</p> <p>The Rights Issue is renouneeable in full or in part. Accordingly, the Entitled Shareholders may subscribe for and/or renounee their respective entitlements to the Rights Shares in full or in part. However, the Rights Shares and Bonus Shares cannot be renouneed separately and only the Entitled Shareholders and/or their renounee(s) who subscribe for the Rights Shares will be entitled to the Bonus Shares.</p> <p>(b) Bonus Issue</p> <p>The Bonus Shares will only be issued to the Entitled Shareholders and/or their renounee(s) who have subscribed for the Rights Shares under the Rights Issue.</p> <p>The Bonus Issue involves the issuance of 9,930,472 Bonus Shares to be credited as fully paid-up, on the basis of one (1) Bonus Share for every two (2) Rights Shares subscribed by the Entitled Shareholders and/or their renounee(s).</p> <p>The Bonus Shares in respect of the Bonus Issue will be issued as fully paid, at nil consideration and without capitalisation of the Company's reserves, in accordance with the provisions of the Act.</p>
Price of the Rights Shares	2.1.2	RM3.00, representing a discount of approximately 11.86% to the TEAP of Perstima Shares of RM3.4036 calculated based on the 5D-VWAMP of Perstima Shares up to and including the last Market Day preceding the price fixing date.
Risk factors	5.0	<p>Before subscribing for or investing in the Corporate Exercises, you should carefully consider along with the other information contained in this Abridged Prospectus, the risk factors which include, amongst others:</p> <ul style="list-style-type: none"> (i) Risk relating to our business and industry; (ii) Risk relating to the Business Expansion; and (iii) Risk relating to the Corporate Exercises.

SUMMARY OF THE CORPORATE EXERCISES (CONT'D)

Utilisation of proceeds	4.0	<p>The details of the utilisation of gross proceeds are as follows:</p> <table border="1" data-bbox="564 322 1382 898"> <thead> <tr> <th data-bbox="564 427 922 465">Details of utilisation</th> <th data-bbox="943 322 1222 465">Utilisation timeframe (from listing of Rights Shares)</th> <th data-bbox="1267 427 1382 465">RM'000</th> </tr> </thead> <tbody> <tr> <td data-bbox="564 472 922 629">Part financing for electrolytic tinning and tin free steel production line for the manufacturing plant in the Philippines</td> <td data-bbox="943 472 1222 510">Within 24 months</td> <td data-bbox="1267 472 1382 510">54,800</td> </tr> <tr> <td data-bbox="564 663 922 730">Purchase of the raw materials</td> <td data-bbox="943 663 1222 701">Within 24 months</td> <td data-bbox="1267 663 1382 701">3,233</td> </tr> <tr> <td data-bbox="564 763 922 831">Expenses for the Corporate Exercises</td> <td data-bbox="943 763 1222 801">Within 1 month</td> <td data-bbox="1267 763 1382 801">1,550</td> </tr> <tr> <td data-bbox="564 864 922 898">Total</td> <td></td> <td data-bbox="1267 864 1382 898"><u>59,583</u></td> </tr> </tbody> </table>	Details of utilisation	Utilisation timeframe (from listing of Rights Shares)	RM'000	Part financing for electrolytic tinning and tin free steel production line for the manufacturing plant in the Philippines	Within 24 months	54,800	Purchase of the raw materials	Within 24 months	3,233	Expenses for the Corporate Exercises	Within 1 month	1,550	Total		<u>59,583</u>
Details of utilisation	Utilisation timeframe (from listing of Rights Shares)	RM'000															
Part financing for electrolytic tinning and tin free steel production line for the manufacturing plant in the Philippines	Within 24 months	54,800															
Purchase of the raw materials	Within 24 months	3,233															
Expenses for the Corporate Exercises	Within 1 month	1,550															
Total		<u>59,583</u>															
Undertakings and Underwriting arrangement	2.1.4	<p>The Proposed Rights Issue will be undertaken on full subscription basis.</p> <p>Undertakings by Versalite, JFE Shoji and JFE Steel, being the substantial shareholders of Perstima, of an aggregate 11,523,909 Rights Shares equivalent to RM34.57 million, representing approximately 58.03% of the total issue size of the Rights Issue.</p> <p>Underwriting by M&A Securities of an aggregate 8,337,035 Rights Shares equivalent to RM25.01 million, representing approximately 41.97% of the total issue size of the Rights Issue.</p>															
Procedures for application for the Rights Issue and Excess Rights	9.0	<p>Acceptance of and payment for the Provisional Allotments must be made on the RSF enclosed with this Abridged Prospectus and must be completed in accordance with the notes and instructions contained in the RSF.</p> <p>If you and/or your renounee(s)/transferee(s) (if applicable) wish to accept the Provisional Allotments either in full or in part, please complete Parts I and II of the RSF in accordance with the notes and instructions provided therein. Each completed and signed RSF together with the relevant payment must be delivered to our Share Registrar in the envelope provided (at your own risk), by ORDINARY POST, COURIER or DELIVERED BY HAND to our Share Registrar so as to arrive not later than 5:00 p.m. on the Closing Date.</p> <p>You and/or your renounee(s)/transferee(s) (if applicable) may apply for additional Rights Shares in excess of your entitlement by completing Part I(b) of the RSF (in addition to Parts I(a) and II) and forwarding it with a separate remittance made in RM for the full and exact amount payable for the Excess Rights Shares applied for, to our Share Registrar not later than 5:00 p.m. on the Closing Date, being the last date and time for application of and payment for the Excess Rights Shares Applications.</p>															

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PERUSAHAAN SADUR TIMAH MALAYSIA (PERSTIMA) BERHAD

Registration No. 197901005687 (49971-D)

(Incorporated in Malaysia)

Registered Office:

Suite 27-03, 27th Floor
Menara Keck Seng
203 Jalan Bukit Bintang
55100 Kuala Lumpur
Wilayah Persekutuan
Malaysia

14 October 2020

Board of Directors:

Dato' Wee Hoe Soon @ Gooi Hoe Soon (*Independent Non-Executive Director, Chairman*)

Hiroaki Yano (*Managing Director*)

Ranko Kume (*Executive Director*)

Rin Nan Yoong (*Non-Independent Non-Executive Director*)

Dominic Aw Kian-Wee (*Senior Independent Non-Executive Director*)

Mastura Binti Mansor (*Independent Non-Executive Director*)

Ab. Patah Bin Mohd (*Independent Non-Executive Director*)

Ho Chun Foh (*Alternate Director to Rin Nan Yoong*)

To: Entitled Shareholders

Dear Sir/Madam,

(I) RIGHTS ISSUE; AND

(II) BONUS ISSUE

1. INTRODUCTION

On 2 March 2020, M&A Securities, on behalf the Board, announced that the Company proposes to undertake the Corporate Exercises.

On 9 July 2020, M&A Securities, on behalf of the Board, announced that Bursa Securities vide its letter dated 9 July 2020, had resolved to approve the following:-

- (a) the listing of and quotation for 19,860,944 Rights Shares to be issued pursuant to the Rights Issue; and
- (b) the listing of and quotation for 9,930,472 Bonus Shares to be issued pursuant to the Bonus Issue;

on the Main Market of Bursa Securities, subject to the following conditions:

Conditions	Status of compliance
(i) Perstima and M&A Securities must fully comply with the relevant provisions under the MMLR at all times pertaining to the implementation of the Corporate Exercises;	To be complied
(ii) Perstima and M&A Securities to inform Bursa Securities upon the completion of the Corporate Exercises;	To be complied
(iii) Perstima to furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities' approval once the Corporate Exercises are completed;	To be complied
(iv) Perstima to furnish Bursa Securities with a certified true copy of the resolution passed by shareholders at extraordinary general meeting for the Corporate Exercises; and	Complied
(v) Perstima and M&A Securities are required to make the relevant announcements pursuant to Paragraph 6.35(2)(a) & (b) and 6.35(5) of the MMLR.	To be complied

Notes:

Pursuant to Paragraph 6.35(2)(a) & (b), Perstima is require to include the following when announcing the books closing date – (a) the maximum number of Bonus Shares which may be listed and quoted and (b) the date of listing and quotation ("**Relevant Date**").

Pursuant to Paragraph 6.35(5), Perstima must immediately upon the Rights Issue being completed or becoming unconditional and the listed issuer becoming aware of or ascertaining the Relevant Date, announce– (a) the exact number of Bonus Shares which will be listed and quoted; and (b) – the Relevant Date, if not previously announced.

On 18 August 2020, our shareholders had approved the Corporate Exercises.

On 24 September 2020, M&A Securities had, on behalf of the Board, announced that the issue price of the Rights Shares had been fixed at RM3.00. Subsequently, on 29 September 2020, M&A Securities had, on behalf of our Board, announced the Entitlement Date and the other relevant dates pertaining to the Corporate Exercises.

No person is authorised to give any information or make any representation not contained herein in connection with the Corporate Exercises and if given or made, such information or representation must not be relied upon as having been authorised by M&A Securities or us.

You are advised to read, understand and consider carefully the contents of this Abridged Prospectus which set out the details and risk factors associated with the Corporate Exercises. If you are in any doubt as to the action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately.

2. PARTICULARS OF THE CORPORATE EXERCISES

2.1 Rights Issue

2.1.1 Details of the Rights Issue

The Rights Issue entails the issuance of 19,860,944 Rights Shares at the Issue Price on the basis of one (1) Rights Share for every five (5) existing Perstima Shares held by Entitled Shareholders on the Entitlement Date. The Rights Issue will be undertaken on full subscription basis.

The Entitled Shareholders and/or their renounee(s) who subscribe for the Rights Shares shall be entitled to the Bonus Issue on the basis of one (1) Bonus Share for every two (2) Rights Shares subscribed by the Entitled Shareholders and/or their renounee(s). Further details of the Bonus Issue are disclosed in Section 2.2 of this Abridged Prospectus. The Rights Issue is renounceable in full or in part. Accordingly, the Entitled Shareholders may subscribe for and/or renounce their respective entitlements to the Rights Shares in full or in part.

However, the Rights Shares and Bonus Shares cannot be renounced separately and only the Entitled Shareholders and/or their renounee(s) who subscribe for the Rights Shares will be entitled to the Bonus Shares. As such, the Entitled Shareholders who renounce all of their Rights Share entitlements shall be deemed to have renounced all the accompanying entitlements to the Bonus Shares. If the Entitled Shareholders accept only part of their Rights Share entitlements, they shall be entitled to the Bonus Shares in proportion to their acceptance of their Rights Share entitlements.

Only Entitled Shareholders who have an address in Malaysia as stated in our Record of Depositors or who have provided our Share Registrar with an address in Malaysia in writing by the Entitlement Date will receive the Documents.

Fractional entitlements, if any, will be disregarded and dealt with in such manner as the Board in its sole and absolute discretion deems fit and expedient, and in the best interest of the Company.

Any Rights Shares which are not subscribed or validly subscribed shall be made available for excess application by the Entitled Shareholders and/or their renounee(s) (if applicable). It is the intention of our Board to allocate the Excess Rights Shares, if any, in a fair and equitable basis and in such manner as set out in Section 9.7 of this Abridged Prospectus.

As you are an Entitled Shareholder and the Rights Shares are prescribed securities, your CDS Account will be duly credited with the number of Provisional Allotments which you are entitled to subscribe for in full or in part under the terms of the Rights Issue. You will find enclosed in this Abridged Prospectus, a NPA notifying you of the crediting of such Provisional Allotments into your CDS Account and a RSF which is to be used for the acceptance of the Provisional Allotments, and for the application of any Excess Rights Shares under Excess Rights Shares Applications, should you wish to do so.

Any dealing in our securities will be subject to, amongst others, the provisions of the SICDA, the rules of Bursa Depository and any other relevant legislation. Accordingly, upon subscription, the Rights Shares will be credited directly into the respective CDS Accounts of the Entitled Shareholders and/or their renounee(s) who have successfully subscribed for the Rights Shares. No physical share certificate will be issued but notice of allotment will be despatched to the successful applicants within 8 Market Days from the last day of acceptance and payment of the Rights Shares or such other period as may be prescribed by Bursa Securities.

2.1.2 Basis of determining the issue price of the Rights Shares

The issue price of the Rights Shares was fixed by the Board on 24 September 2020 at RM3.00 per Rights Share, after taking into consideration, amongst others, the following:

- (i) the funding requirements of Perstima as set out in Section 4 of this Abridged Prospectus;
- (ii) a discount of 11.86% to the resultant TEAP of Perstima Shares of RM3.4036 based on the 5D-VWAMP of Perstima Shares up to and including the last trading day prior to the price-fixing date of RM3.8247; and
- (iii) the trading and liquidity of Perstima Shares.

The Board is of the opinion that the pricing of the Rights Shares is fair after taking into account the above factors. The Board is also of the opinion that the attractive discount to the TEAP will provide an incentive for all the shareholders to subscribe for the Rights Shares, whilst at the same time also enable the Company to raise the funds required as disclosed in Section 4 of this Abridged Prospectus.

2.1.3 Ranking of the Rights Shares

The Rights Shares shall, upon allotment and issuance, rank *pari passu* in all respects with each other and with the then existing Perstima Shares in issue, save and except that the Rights Shares:-

- (a) shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to shareholders of the Company, the entitlement date of which precedes the date of allotment and issuance of the Rights Shares; and
- (b) shall be entitled to the Bonus Shares under the Bonus Issue.

2.1.4 Undertakings by the substantial shareholders and underwriting arrangement

(i) Undertakings by the substantial shareholders

The Company has procured the following:

- (a) written irrevocable and unconditional undertaking from Versalite; and
- (b) written irrevocable undertakings (which are subject to the final issue price of the Rights Shares being not more than RM3.00 per Rights Share ("**Condition**")) from JFE Shoji and JFE Steel ("**JFE Undertakings**");

to subscribe in full for their entitlements under the Rights Issue based on their shareholdings. A summary of the Undertakings are set out below:-

	Direct shareholding as at LPD		Entitlement under the Rights Issue		Undertakings			Entitled Bonus Shares
	No. of Shares	%	No. of Shares	%	No. of Shares	%	RM'000	No. of Shares
Versalite	32,617,544	32.85	6,523,509	32.85	6,523,509	32.85	19,571	3,261,754
JFE Shoji	13,852,000	13.95	2,770,400	13.95	2,770,400	13.95	8,311	1,385,200
JFE Steel	11,150,000	11.23	2,230,000	11.23	2,230,000	11.23	6,690	1,115,000
Total	57,619,544	58.03	11,523,909	58.03	11,523,909	58.03	34,572	5,761,954

The Undertaking Shareholders have confirmed that they have sufficient financial resources to fulfil their respective Undertakings and M&A Securities has verified the said confirmations.

For avoidance of doubt, the Undertakings do not preclude the Undertaking Shareholders from applying for Rights Shares in excess of their respective Undertakings, via excess application, similar to that of any Entitled Shareholder.

The resultant shareholdings of the Undertaking Shareholders arising from the Undertakings will not give rise to any mandatory take-over obligation for the remaining Perstima Shares not already owned by the Undertaking Shareholders and/or persons acting in concert with the Undertaking Shareholders (if any) pursuant to the Rules.

The Undertakings shall subsist and remain irrevocable until the completion of the Corporate Exercises.

(ii) Underwriting arrangement with the Underwriter

In order to achieve the full subscription basis for the Rights Issue, the Company had entered into the Underwriting Agreement with the Underwriter to underwrite 8,337,035 Rights Shares (with 4,168,518 entitled Bonus Shares), amounting to approximately RM25.01 million, representing approximately 41.97% of the total issue size of the Rights Issue. The underwriting commission is 1.75% of the value of the Underwritten Shares based on the Issue Price amounting to RM437,694.

The underwriting commission and all related costs in relation to the underwriting arrangement will be fully funded via the proceeds raised from the Rights Issue.

The Entitled Shareholders and/or their renounees, shall be given priority and shall first be allocated with all the Excess Rights Shares applied for, if any. Upon completion of such allocation, the Underwriter shall only then apply and be allocated for the remaining number of unsubscribed Rights Shares, if any to meet the full subscription basis of the Rights Issue, pursuant to the Underwriting Agreement.

In accordance to the Underwriting Agreement, the Underwriter may at any time on or before the Closing Date, terminate its underwriting commitment on any of the following grounds:-

- (a) in the reasonable opinion of the Underwriter, there shall have been such a change in national or international monetary, financial, political or economic conditions or exchange control or currency exchange rates that would materially prejudice the success of the Corporate Exercises; or

- (b) there shall have occurred, happened or come into effect any event or series of events beyond the reasonable control of the Underwriter (including but not limited to, acts of government, strikes, national disorder, declaration of a state of emergency, lockouts, fire, explosion, flooding, landslide, civil commotion, hurricanes/typhoons, tsunami, widespread diseases, pandemic, acts of war, sabotage, quarantine, restricted movement order, acts of God etc) which would have, or can reasonably be expected to have, a Material Adverse Effect, or which is likely to have the effect of making any material part of the Underwriting Agreement incapable of performance in accordance with its terms; or
- (c) there shall be the imposition of any moratorium, suspension or material restriction on trading in all securities generally on Bursa Securities which would materially prejudice the success of the Corporate Exercises; or
- (d) there shall be any development, occurrence or any change or prospective change in or any introduction or prospective introduction of any legislation, regulation, policy, directive, guideline, ruling or any request or interpretation by the SC, or any other regulatory authority, whether or not having the force of law, or occurrence of any other nature, which will cause a Material Adverse Effect, or which is likely to have the effect of making any material part of the Underwriting Agreement incapable of performance in accordance with its terms; or
- (e) there is any government requisition or occurrence of any other nature which would or is likely to have a Material Adverse Effect; or
- (f) the Index is, at the close of normal trading on Bursa Securities, on any Market Day:
 - (i) on or after the date of the Underwriting Agreement; and
 - (ii) prior to the allotment of the Rights Shares, lower than ninety percent (90%) of the level of the Index at the last close of normal trading on the relevant exchange on the Market Day immediately prior to such date and remains at or below that level for at least three (3) Market Days; or
- (g) there is any breach by the Company of any of the representations, warranties and undertakings set forth in the in the Underwriting Agreement, therein, which materially and adversely affects the success of the Corporate Exercises, or which is likely to have the effect of making any material part of the Underwriting Agreement incapable of performance in accordance with its terms; or
- (h) there is any failure on the part of the Company to perform any of its obligations under the Underwriting Agreement; or
- (i) there is any withholding by the Company of any information of a material nature from the Underwriter which will have or may reasonably be expected to have a Material Adverse Effect, or which is likely to have the effect of making any material part of the Underwriting Agreement incapable of performance in accordance with its terms; or
- (j) the Undertakings shall have been terminated or rescinded, whether in accordance with their terms or otherwise, or Versalite, JFE Shoji and/or JFE Steel shall have failed to perform its obligations thereunder, or the Undertakings becomes void or unenforceable or performance of their respective obligations thereunder becomes unlawful impossible or unenforceable for whatever reason; or

- (k) there shall have occurred any event, development or occurrence, or series of events, development or occurrences, in the opinion of the Underwriter, would have or likely to have a Material Adverse Effect.

2.2 Bonus Issue

2.2.1 Basis and Number of Bonus Shares

The Bonus Shares will only be issued to the Entitled Shareholders and/or their renounee(s) who have subscribed for the Rights Shares under the Rights Issue.

The Bonus Issue involves the issuance of 9,930,472 Bonus Shares to be credited as fully paid-up, on the basis of one (1) Bonus Share for every two (2) Rights Shares subscribed by the Entitled Shareholders and/or their renounee(s).

Upon completion of the Corporate Exercises, the issued share capital of the Company will be RM157,337,552 comprising 129,096,136 Perstima Shares based on the Issue Price.

Fractional entitlements of the Bonus Shares, if any, shall be dealt with by the Board in such manner as the Board in their absolute discretion deem fit and expedient, and to be in the best interests of the Company.

Further, our Company confirms that the share price adjusted for the Bonus Issue is not less than RM0.50, which is in compliance with Paragraph 6.30(1A) of the MMLR, as shown below:

	<u>RM</u>
(a) 3-months volume weighted average market price of Perstima Shares up to and including 19 June 2020, being the day before the submission of the listing application for the Corporate Exercises to Bursa Securities	RM3.8800
(b) TEAP of Perstima Shares computed based on RM3.8800 per Perstima Share	RM3.4462

2.2.2 Capitalisation of reserves

There shall not be any capitalisation of the Company's reserves pursuant to the Bonus Issue.

The Bonus Shares in respect of the Bonus Issue will be issued as fully paid, at nil consideration and without capitalisation of the Company's reserves, in accordance with the provisions of the Act. For the avoidance of doubt, the Bonus Issue will increase the number of Perstima Shares but will not change the value of the share capital of Perstima.

2.2.3 Ranking of the Bonus Shares

The Bonus Shares shall, upon allotment and issuance, rank *pari passu* in all respects with the then existing Perstima Shares, save and except that the Bonus Shares shall not be entitled to any dividends, rights, allotments and/or other distributions which may be declared, made or paid to shareholders of the Company, the entitlement date of which is prior to the date of allotment and issuance of the Bonus Shares.

3. RATIONALE FOR THE CORPORATE EXERCISES

After considering other methods of fundraising such as bank borrowings and private placements, as well as the capital structure of Perstima, our Board is of the opinion that the Corporate Exercises are more appropriate method of raising funds, after taking into account the following:

- (i) the Rights Issue will enable Perstima to raise its required funds for purposes set out in Section 4 of this Abridged Prospectus without incurring additional interest cost which would arise if Perstima were to obtain further bank borrowings to fund the aforesaid purposes, which are expected to contribute positively towards the future earnings of Perstima;
- (ii) the Rights Issue will also serve to increase the size and strength of Perstima's balance sheet as well as to potentially increase the market capitalisation of Perstima, thus strengthening its financial position;
- (iii) the Rights Issue will also provide an opportunity for the existing shareholders to extend their support to the Company to raise the necessary funds for the purpose as mentioned in Section 4 of this Abridged Prospectus, increase their equity participation in the Company and to benefit from the growth of Perstima's current and future investments;
- (iv) the Rights Issue will involve the issuance of new Perstima Shares without diluting the existing shareholders' equity interest, assuming all Entitled Shareholders fully subscribe for their respective entitlements;
- (v) the Bonus Shares are expected to provide the Entitled Shareholders with an incentive to subscribe for the Rights Shares as well as to reward the existing shareholders of the Company for their continuing support by enabling them to have a greater participation in the equity of the Company, in terms of number of shares held; and
- (vi) it is expected to increase and improve the trading liquidity of Perstima Shares in the market.

4. UTILISATION OF PROCEEDS

The Rights Issue will raise gross proceeds of RM59.58 million to be utilised in the following manner:

Details of utilisation	Utilisation timeframe (from the date of listing of the Rights Shares)	Notes	RM'000	%
Part financing for electrolytic tinning and tin free steel production line for the manufacturing plant in the Philippines	Within 24 months	(i)	54,800	91.97
Purchase of the raw materials	Within 24 months	(ii)	3,233	5.43
Estimated expenses for the Corporate Exercises	Within 1 month	(iii)	1,550	2.60
Total			59,583	100.00

Notes:

(i) Part financing for electrolytic tinning and tin free steel production line for the manufacturing plant in the Philippines

On 31 October 2018, the Board had announced that the Company proposes to invest in the Philippines by setting up of a new subsidiary which will own a new plant for manufacturing and supplying of tinplate and tin free steel to the Philippines domestic market which was subjected to the approval of the local authorities in the Philippines. The decision was arrived at after taking into consideration of the business potential and feasibility study conducted by the Company on the Philippines market whereby:

- (a) Philippines has a population of approximately 100 million with no existing tinplate and tin free steel manufacturers;
- (b) the tinplate and tin free steel in the Philippines are mainly sourced from other countries; and
- (c) the annual domestic demand is approximately 220,000 MT comprising 170,000MT and 50,000MT of tinplate and tin free steel respectively.

On 22 November 2018, Perstima has incorporated a new subsidiary in the Philippines namely, Perstima (Philippines), Inc. for the purpose of the investment in the Philippines. Subsequently, Perstima (Philippines), Inc. ("**Lessee**") had on 27 December 2018 entered into a contract with Science Park of The Philippines, Inc. ("**Lessor**") to lease a 309,042 square feet vacant land for a period of 50 years commencing 21 December 2018 and is in the process of constructing a new manufacturing plant located at Lot 1, Block 9 Mega Drive, Light Industrial Science Park IV, Barangay San Fernando, Malvar, Batangas, Philippines ("**New Plant**"). The construction of the New Plant had commenced in August 2019 and is expected to complete in the fourth quarter of 2021. The total area of the New Plant is approximately 152,716 square feet with total manufacturing capacity of approximately 200,000 MT per annum. As at LPD, the construction of the New Plant building is 60.00% completed.

The total estimated investment cost for the New Plant is approximately USD65.90 million (or RM272.43 million based on Bank Negara Malaysia's exchange rate of USD 1 : RM4.1340 as at the LPD ("**USD Forex**") and will be partially funded by Perstima's internally generated fund and bank borrowings, the breakdown of which is as follows:

Description	USD'million
Leasing of land for the New Plant	2.90
Construction of the New Plant	15.19
Construction of water treatment facilities	3.81
One (1) unit of electrolytic tinning and tin free steel line	15.20
Other machineries and equipment for the production line ⁽¹⁾	20.10
Other machineries and equipment for the New Plant ⁽²⁾	4.70
Insurance and tax	4.00
Total	65.90

Notes:

- (1) Consists of machineries and equipment for the production line, details of which are as follow:

Description	USD'million
Mechanical equipment	7.80
Electrical equipment	7.70
Instrument and tools	1.20
Power supply	1.20
Shearing machine	2.20
Total	20.10

- (2) Consists of other machineries and equipment for the New Plant, details of which are as follow:

Description	USD'million
Auxiliary equipment for boiler, cooling tower and quality control lab	3.40
compressor, sludge filter press and dryer	0.80
Other electrical equipment	0.50
Total	4.70

The New Plant's manufacturing lines are expected to be installed and fully commissioned in the fourth quarter of 2021.

In line with the intended capacity of the New Plant of 200,000 MT per annum, Perstima intends to allocate approximately RM54.80 million (or USD13.26 million based on the USD Forex) of the proceeds to purchase one (1) unit of electrolytic tinning and tin free steel line with manufacturing capacity of 200,000 MT per annum. The electrolytic tinning and tin free steel line processes raw materials into tinplate and tin free steel.

Additionally, Perstima had also secured a 7 years term loan (with 2 years grace period) on 20 November 2019 from Malayan Banking Berhad amounting to USD46.00 million (or RM190.16 million based on the USD Forex) for the New Plant which has not been drawdown as at LPD.

As at LPD, the following approval in relation to the Business Expansion had been obtained:

Authority / Party	Description of Approval	Date obtained
Security and Exchange Commission of the Philippines	Certificate of Incorporation	22 November 2018
Philippines Economic Zone Authority	Registered as Ecozone Domestic Market Enterprise	11 December 2018
Philippine Board of Investment	Approval of long term lease agreement	18 February 2019
Department of Enviromental and Natural Resources	Approval for implementation of project from the Protected Area Development and Management Board	16 May 2019

Authority / Party	Description of Approval	Date obtained
Laguna Lake Development Authority	Clearance for project development in Laguna De Bay Region	31 July 2019

Save for the further approvals from the Philippines authorities (i.e. the approval and assessment on the New Plant and permits) upon completion of the New Plant, there are no other approvals required for the New Plant.

(ii) Purchase of raw materials

Perstima intends to allocate approximately RM3.23 million of the proceeds for the purchase of raw materials mainly Tin Mill Black Plate ("**TMBP**") to cater for the expected increase in production capacity from the New Plant. TMBP is a type of low carbon cold-rolled steel which is used as the base metal for production of tinplate and tin free steel.

(iii) Expenses for the Corporate Exercises

Description	RM'000
Professional fees (i.e. Principal Adviser, Underwriter (including underwriting commission), Solicitors, Reporting Accountants, Independent Market Researcher, Share Registrar and Company Secretary)	873
Fees to authorities (i.e. Bursa Securities, the SC and the Registrar of Companies)	51
Other expenses in connection to the Corporate Exercises such as expenses to convene EGM, printing, advertisement and other ancillary expenses	626
	1,550

Pending the utilisation of the proceeds from the Rights Issue for the above purposes, the proceeds will be placed in interest-bearing deposits with financial institutions and/or short-term money market instruments as our Board deems fit. The interest derived from the deposits with financial institutions and/or any gains arising from the short-term money market instruments will be used as additional working capital of our Group.

5. RISK FACTORS

In addition to other information contained in this Abridged Prospectus, you should carefully consider the following risk factors before subscribing for or investing in the Corporate Exercises.

5.1 Risks relating to our business and industry

(i) Political, business, economic and regulatory

Like all other business entities, changes in political, economic and regulatory conditions in Malaysia, Vietnam and Philippines, could materially and adversely affect the financial and business prospects and operations of the Group. Amongst the political, economic and regulatory uncertainties are the changes in political leadership, expropriation, nationalisation or nullification of existing sales orders and contracts, changes in interest and foreign exchange rates and method of taxation and currency exchange rules and contracts.

(ii) We are dependent on key personnel

Our operational and financial performance is largely dependent on the skills and efforts of our Directors and senior management. The loss of any of our Directors, key technical, sales and marketing and senior management personnel could adversely affect our Group's operational and financial performance. Finding a suitable replacement in such an event will likely cost us more time, opportunities and money. Competitors and new entrants which have greater operational, financial and resources, are better positioned to provide better job opportunities. There can be no assurance that the loss of any of our key employees can be avoided.

(iii) Competition

We compete with other local and foreign industry players in terms of product pricing, range and quality of products, service offerings, ability to deliver on timely manner and availability of stock, amongst others. The competition that we face from other industry players may impact our revenue and profitability as we may be forced to be more price competitive in order to secure sales orders.

Further our products need to be of the required quality and as such we must strive to ensure that we are able to supply our products in accordance with the specifications required by our customers. It is also important that we are able to consistently deliver our products to our customers based on their timing requirements.

Our Group must continuously ensure that we meet the above requirements as failure to do so may negatively impact our Group's track record and industry reputation/ leading to a loss of business to our competitors and damage to our overall business performance.

(iv) Cost of raw materials

The cost of TMBP constitutes more than 80% of the production cost of tin plates and tin free steel produced by Perstima. Any significant increase or decrease in the cost of TMBP will have a significant impact on the profits of the Group if such change in cost is not passed on to customers. The price of TMBP generally depends on the global demand and supply of tin plates. If there are changes to the prices of TMBP, Perstima will increase or decrease the price of tin plates to its customers accordingly. However, Perstima may not be able to transfer the change in TMBP prices to its customers immediately.

(v) Operational risk

Manufacturing downtime is unpredictable as it involves various unforeseen circumstances such as machine breakdown, fire and force majeure. Such interruptions may cause delay in the production schedules and the delivery of products to our customers. Consequently, this may result in the loss of business or claims against us, thereby affecting our financial performance and reputation. We may also incur additional cost to repair or replace the affected machinery and equipment and may not be able to address any such problems or obtain timely replacements.

(vi) Implications of COVID-19 on the Group

Due to the recent outbreak of the COVID-19, the Malaysian Government has imposed the MCO throughout Malaysia which took effect from 18 March 2020 to 3 May 2020, Conditional MCO from 4 May 2020 to 9 June 2020 and Recovery MCO from 10 June 2020 to 31 December 2020 to curb the spreading of COVID-19 cases in the country. The MCO has halted most of the economic sectors and activities, including our business operations (i.e. closure of office and factory from 18 March 2020 to 23 March 2020).

On 24 March 2020, the Group resumed its Malaysian operations at 50% of its capacity after obtaining approval from the Ministry of International Trade and Industry ("MITI") and after complying with the standard operating procedures and other rules and guidelines required by MITI. By 2 May 2020, the Malaysian operation has returned back to its normal capacity. As a result of the temporary disruption to the Group's operations which include disruptions in orders, minor disruptions in supply of raw materials and slight delay in delivery of products, the Group experienced a decline in sales during the period.

In Vietnam, some restrictive physical distancing measures were implemented throughout the country. Our Company was allowed to operate as normal after assuming the preventive measure as recommended by Health of Department such as measurement of body temperature for all employees, mandatory use of mask at workplace, frequent hand washing, provision of hand sanitizer and maintain social distancing. Nevertheless, there were no disruptions to the Group's operations in Vietnam and as such, the Group did not experience any adverse impact to its financial performance during the period.

The Philippines had varying levels of lockdown and stay-at-home orders imposed by its government across all the country's local government units. The largest of these measures was the enhanced community quarantine in Luzon imposed on 16 March 2020. Nevertheless, this had minimal impact on the Group's operation as the Group's operations in the Philippines have not started and the construction of the New Plant is still ongoing as at the LPD. However, the lockdown and stay-at-home orders had caused delays of more than four months in the execution of the construction activities for the New Plant and as a consequence, the commencement of the Group's operations in the Philippines is expected to be delayed from the second quarter of year 2021 to the fourth quarter of year 2021.

The long term impact of COVID-19 on the Group's business operations and financial performance remains uncertain at this juncture. In the event that the COVID-19 pandemic prolongs and new MCO is implemented by the Malaysian Government, our business operations and financial performance would be affected.

5.2 Risks relating to the Business Expansion

(i) Economic, political and regulatory risks

The prospects and profitability level of the Business Expansion may be affected by any development in the economic, political and regulatory environment of Philippines. Political and economic uncertainties include (but are not limited to) changes in general economic, business and credit conditions, Government legislation and policies affecting foreign investors, inflation, interest rates, fluctuation in foreign exchange rates, political or social development and methods of taxation. There is no assurance that adverse economic and political developments, which are beyond the control of the Group, will not materially affect the Group.

(ii) Foreign exchange risk

In the event of significant depreciation of the PHP, in which the revenues of the Business Expansion are denominated, the effective value of the Group's profits as expressed or converted into RM may be materially reduced.

(iii) Financing risk

The Group intends to part-finance the Business Expansion via a combination of internally generated funds and bank borrowings. The availability of bank borrowings is subject to the bank's assessment and approval of the Group's banking facilities

application. There can be no assurance that the Group will be able to obtain bank borrowings for the quantum as per the part-finance plans. Further, the Group may be exposed to the risk of having insufficient funds to meet its financial repayment commitments on time. Any significant fluctuations in the interest rate may pose an impact on the borrowing costs and affect the profitability of the Group. Failure to obtain financing for the Business Expansion would result in delay in the construction and commencement of operation of the New Plant.

(iv) Return on investment

The Business Expansion is expected to contribute positively to the Group. However, there is no assurance that the anticipated benefits of the Business Expansion such as income diversification and expansion of income stream will be realised or that the Business Expansion and New Plant will be able to generate sufficient revenue and earnings therefrom to offset the associated investment costs incurred.

5.3 Risks relating to the Corporate Exercises

(i) Capital market risks for the Rights Shares and the Bonus Shares

The market price of our Shares is influenced by, amongst others, the prevailing market sentiments, the liquidity of Perstima Shares, interest rate movements, the outlook of the industries in which our Group operates in, volatility of the equity markets as well as our financial performance. In view of this, there can be no assurance that our Shares will trade above the Issue Price of the Rights Shares or the TEAP of our Shares upon or subsequent to the listing of and quotation for the Rights Shares in the Main Market of Bursa Securities.

(ii) Failure or delay in the completion of the Corporate Exercises

The Corporate Exercises are exposed to the risk that it may be terminated or delayed in the event of a material adverse change of events or circumstances (such as force majeure events including without limitation, acts of government, natural disasters including without limitation the occurrence of a tsunami and/or earthquakes, acts of terrorism, strikes, national disorder, declaration of a state of war or accidents, or any change in law, regulation, policy or ruling), which is beyond the control of our Group, the Principal Adviser and Underwriter, arising prior to the completion of the Corporate Exercises.

Our Group has entered into the Underwriting Agreement with the Underwriter to underwrite 8,337,035 Rights Shares. The successful implementation of the Corporate Exercises is dependent upon the fulfilment by the Underwriter of its obligations under the Underwriting Agreement. Nevertheless, the Underwriter is entitled to exercise its rights to terminate, cancel and/or withdraw the underwriting at its discretion if any of the events set out in Section 2.1.4(ii) of this Abridged Prospectus occurs.

Where prior to the allotment and issuance of the Rights Shares to the successful Entitled Shareholders and/or renounee(s):

- (a) the SC issues a stop order pursuant to Section 245(1) of the CMSA, all applications shall be deemed to be withdrawn and cancelled and we shall repay all monies paid in respect of the accepted application for the subscription of the Rights Shares pursuant to the Rights Issue and if such monies are not repaid within 14 days from the date of the stop order, we will return the money with interest at the rate of 10% per annum or at such other rates as may be prescribed by the SC in accordance with Section 245(7)(a) of the CMSA; or

- (b) the Rights Issue is terminated (other than pursuant to a stop order by the SC under Section 245(1) of the CMSA), all application monies received pursuant to the Rights Issue will be refunded to the Entitled Shareholders and/or renounce(s) who have subscribed for the Rights Shares without interest.

In the event the Corporate Exercises is aborted or terminated, and the Rights Shares have been allotted to the Entitled Shareholders and/or their renounce(s), if:-

- (a) the SC issues a stop order pursuant to Section 245(1) of the CMSA, any issue of our Rights Shares shall be deemed to be void and all monies received from the applicants shall be forthwith repaid and if such monies are not repaid within 14 days from the date of the stop order, we will return the money with interest at the rate of 10% per annum or at such other rates as may be prescribed by the SC in accordance with Section 245(7)(b) of the CMSA; or
- (b) the Corporate Exercises is terminated (other than pursuant to a stop order by the SC under Section 245(1) of the CMSA), a return of monies to all holders of Rights Shares could only be achieved by way of cancellation of the share capital as provided under the Act and its related rules. Such cancellation can be implemented by the sanction of our shareholders by way of special resolution in a general meeting and supported by either (i) consent by creditors (unless dispensation with such consent has been granted by the High Court of Malaya) and the confirmation of the High Court of Malaya, in which case there can be no assurance that such monies can be returned within a short period of time or at all under such circumstances or (ii) the sanction of our shareholders by special resolution in a general meeting supported by a solvency statement from the directors.

5.4 Forward-looking statements

Certain statements in this Abridged Prospectus are based on historical information, which may not be reflective of the future results, and others are forward-looking in nature, which are subject to uncertainties and contingencies.

All forward-looking statements are based on forecasts and assumptions made by our Group and although believed to be reasonable, are subject to known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements to differ materially from the future results, performance or achievements expressed or implied in such forward-looking statements. Such factors include, among others, the risk factors as set out in this section. In light of these and other uncertainties, the inclusion of forward-looking statements in this Abridged Prospectus should not be regarded as a representation or warranty by our Company that the plans and objectives of our Group will be achieved.

6. INDUSTRY OVERVIEW AND PROSPECTS

The following industry overview and prospects are an extract from the IMR Report. The profile of the IMR is as follows:

Profile of Providence

Providence is an independent research and consulting firm based in Petaling Jaya, Selangor, Malaysia. Since their inception in 2017, Providence has been involved in the preparation of independent market research reports for capital market exercises. Providence's reports aim to provide an independent assessment of industry dynamics, encompassing aspects such as industry performance, demand and supply conditions and competitive landscape.

Profile of IMR Report signee, Melissa Lim Li Hua

Melissa Lim Li Hua is the Executive Director of Providence. She has more than 10 years of experience in market research for capital market exercises. She holds a Bachelor of Commerce (Double major in Marketing and Management) from Murdoch University, Australia.

6.1 Overview and outlook of the Malaysian economy

The Malaysian economy was confronted by concurrent supply and demand shocks arising from weak external demand conditions and strict containment measures in 2Q 2020. As a result, the economy registered its first contraction since the Global Financial Crisis (2Q 2020: -17.1%; 3Q 2009: -1.1%). On the supply side, this was reflected in negative growth across most sectors. From the expenditure side, domestic demand declined, while exports of goods and services registered a sharper contraction. On a quarter-on-quarter seasonally-adjusted basis, the economy declined by 16.5% (1Q 2020: -2.0%).

Weak growth was recorded across most economic sectors amid the imposition of the MCO, followed by the Conditional and Recovery MCO, during 2Q 2020.

The services sector contracted by 16.2% (1Q 2020:3.1%). The sector was affected by the implementation of a nationwide restrictive MCO, with only essential services such as food-related retail, utilities, banking, transportation as well as information and communication entities allowed to operate with very limited capacity. The subsequent transition to Conditional MCO (CMCO) in May and Recovery MCO (RMCO) in June provided some relief to businesses in the sector. The lockdown had substantially affected consumer spending and tourism activity, as shown by the significant declines in the wholesale and retail trade, as well as food and beverages and accommodation sub-sectors. The transport and storage sub-sector was impacted by a sudden stop in tourist arrivals due to travel restrictions imposed domestically as well as the international border closures. Growth in the finance and insurance sub-sector was weighed down by lower net interest income, and lower fee-based income amid subdued capital market activity. Meanwhile, growth in the information and communication sub-sector was relatively sustained by the continued high demand for data communication services especially during this period of remote working arrangements.

Domestic demand declined by 18.7% in 2Q 2020 (1Q2020: 3.7%), due mainly to weaker private sector expenditure. Spending by the private sector was impacted by lower income, movement restrictions and subdued consumer and business sentiments. While net exports continued to decline, the contribution of the external sector to the economy improved due mainly to the larger contraction in imports vis-à-vis the previous quarter.

Private consumption growth declined by 18.5% in 2Q2020 (1Q 2020: 6.7%). Household spending was particularly impacted by the strict movement restrictions in the early part of the quarter and income losses amid weak economic conditions. As movement restrictions were gradually relaxed towards the end of the quarter, retail and financing data indicated some improvement in spending, albeit remaining subdued. During this challenging period, stimulus measures such as the disbursement of Bantuan Prihatin Nasional cash transfers, EPF i-Lestari withdrawals and the implementation of the loan moratorium helped to cushion consumption spending. Public consumption continued to expand, albeit at a more moderate pace of 2.3% (1Q 2020: 5.0%). Growth was supported by continued increase in emoluments amid lower spending on supplies and services.

(Source: Economic and Financial Developments in the Malaysian Economy in the Second Quarter of 2020, Bank Negara Malaysia)

6.2 Overview and prospect of the tin plate industry in Malaysia

Tin plate production in Malaysia grew, in terms of volume, from 111,906 tonnes in 2014 to 156,233 tonnes in 2018, registering a CAGR of 8.70%.⁽¹⁾ Tin plate production volume in Malaysia declined by 13.09% to 135,786 tonnes in 2019⁽¹⁾ in light of the removal of anti-dumping duties by the Government of Malaysia in November 2018, which was expected to have led to higher imports of tin plates in the year. Tin plate production volume in Malaysia is expected to be adversely affected in 2020 in light of the COVID-19 pandemic. As with other countries, the pandemic has led to the implementation of a national lockdown policy in Malaysia (known as the MCO) which disrupted most businesses during the period and as a result, tin plate production was limited during the period.

The tin plate production in Malaysia is largely driven by the consumption of tin plates in the country, which has grown, in terms of apparent consumption volume, from 163,578 tonnes in 2014 to 205,388 tonnes in 2018, registering a CAGR of 5.86%.⁽²⁾ Apparent consumption volume of tin plates in Malaysia fell by 7.4% to 190,250 tonnes in 2019.⁽²⁾ The local production of tin plates contributed an average of 77.72% of local consumption of tin plates between 2014 and 2019.⁽²⁾ The remaining tin plates consumed in Malaysia were supplemented by imports of tin plates. Imports of tin plates into Malaysia generally illustrated a declining trend, from 94,793 tonnes in 2014 to 87,409 tonnes in 2018.⁽³⁾ However, with the removal of anti-dumping duties on tin plates in November 2018, the imports of tin plates grew to 93,052 tonnes in 2019.⁽³⁾ Meanwhile, between 2014 and 2019, the exports of tin plates from Malaysia hovered between 38,254 tonnes and 58,492 tonnes⁽³⁾, where an average of 30.32% of tin plate production in Malaysia were exported.⁽²⁾

Moving forward, tin plate consumption in Malaysia is expected to grow to reach 196,486 tonnes in 2022, registering a CAGR of 1.78% between 2020 and 2022.⁽⁴⁾ The consumption of tin plates in Malaysia is expected to be largely driven by the growth of the tin packaging industry, which is a key end-user industry for tin plates. The number of tin cans produced in Malaysia has been hovering between 3.1 billion units and 3.7 billion units between 2014 and 2019.⁽⁵⁾ The continuous demand for tin packaging is expected to be driven by the country's economic growth and population in the long-term which will contribute to demand for packaged food and beverage products. However, demand for packaged food and beverage products is expected to be adversely impacted in 2020 against the backdrop of the economic recession resulting from the COVID-19 pandemic, as the end-customers of these products (i.e. food and beverage service outlets and consumers) are expected to cut back on the expenditure of these products. Thus, the consumption of tin plates, which is used in the production of these products, in Malaysia is expected to be consequently affected in 2020.

Notes:

⁽¹⁾ Source: PROVIDENCE analysis

⁽²⁾ Source: Comtrade database, PROVIDENCE analysis

⁽³⁾ Source: Comtrade database

⁽⁴⁾ Source: PROVIDENCE analysis

⁽⁵⁾ Source: Department of Statistics, Malaysia

(Source: Providence, the IMR Report)

6.3 Overview and prospect of the tin plate industry in Vietnam

Between 2014 and 2018, tin plate production in Vietnam grew, in terms of volume, from 55,700 tonnes in 2014 to 81,531 tonnes in 2018, registering a CAGR of 9.99%.⁽¹⁾ Tin plate production volume in Vietnam fell to 68,677 tonnes in 2019.⁽¹⁾ Tin plate production volume in Vietnam is expected to be adversely affected in 2020 in light of the COVID-19 pandemic. As with other countries, the pandemic has led to the implementation of some restrictive physical distancing measures in Vietnam which disrupted most businesses during the period and as a result, tin plate production was limited during the period.

The tin plate production in Vietnam is largely driven by the consumption of tin plates in the country, which has been steadily growing, in terms of apparent consumption volume, from 86,195 tonnes in 2014 to 116,800 tonnes in 2019, registering a CAGR of 6.27%.⁽²⁾ The local production of tin plates contributed an average of 64.29% of local consumption of tin plates between 2014 and 2019.⁽²⁾ The remaining tin plates consumed in Vietnam were largely supplemented by imports of tin plates. Imports of tin plates into Vietnam has generally been growing from 34,467 tonnes in 2014 and 56,021 tonnes in 2019.⁽³⁾

Between 2014 and 2019, an average of 8.02% of tin plate production in Vietnam were exported.⁽²⁾ Though small, exports of tin plates from Vietnam has been increasing from 3,972 tonnes in 2014 to 7,909 tonnes in 2019.⁽³⁾

Moving forward, tin plate consumption in Vietnam is expected to grow to reach 126,568 tonnes in 2022, registering a CAGR of 3.17% between 2020 and 2022.⁽⁴⁾ This is expected to be largely driven by the growth in the key end-user industry, namely tin can manufacturing for packaged food and beverage products. As an illustration, production of canned food and beverage products for vegetables, fruits and nuts have been growing, in terms of volume, from 110,860 tonnes in 2014 to an estimated 135,958 tonnes in 2018.⁽⁵⁾ However, demand for packaged food and beverage products is expected to be adversely impacted in 2020 against the backdrop of the economic recession resulting from the COVID-19 pandemic, as the end-customers of these products (i.e. food and beverage service outlets and consumers) are expected to cut back on the expenditure of these products. Thus, the consumption of tin plates, which is used in the production of these products, in Vietnam is expected to be consequently affected in 2020.

Notes:

⁽¹⁾ Source: *PROVIDENCE analysis*

⁽²⁾ Source: *Comtrade database, PROVIDENCE analysis*

⁽³⁾ Source: *Comtrade database*

⁽⁴⁾ Source: *PROVIDENCE analysis*

⁽⁵⁾ Source: *General Statistics Office of Vietnam. Latest publicly available information is as at 2018*

(Source: Providence, the IMR Report)

6.4 Overview and prospect of the tin plate industry in the Philippines

The tin plate industry in the Philippines is rather nascent and there is currently no major tin plate producer in the country. As data on production volume of tin plates in the Philippines is unavailable, trade data is used to depict the growth of the industry.

Imports of tin plates into the Philippines hovered between 120,072 tonnes and 180,866 tonnes between 2014 and 2019.⁽¹⁾ As there are no major tin plate producers in the country, the consumption of tin plates in the country is assumed to be largely supplemented by imports of tin plates into the Philippines. Meanwhile, exports of tin plates from the Philippines are small due to the lack of a tin plate producer in the country, ranging between 22 tonnes and 1,690 tonnes between 2014 and 2019.⁽¹⁾

Moving forward, the tin plate industry in the Philippines is expected to enjoy favourable prospects in light of the growing food and beverage manufacturing industry which will lead to the need for tin packaging produced from tin plates. The gross value added from food and beverage manufacturing grew from PHP1.6 trillion (RM136.53 billion) in 2017 to PHP1.8 trillion (RM144.06 billion) in 2019.⁽²⁾ However, demand for packaged food and beverage products is expected to be adversely impacted in 2020 against the backdrop of the economic recession resulting from the COVID-19 pandemic, as the end-customers of these products (i.e. food and beverage service outlets and consumers) are expected to cut back on the expenditure of these products. Thus, the consumption of tin plates, which is used in the

production of these products, in the Philippines is expected to be consequently affected in 2020.

At present, much of the tin plates required for the manufacture of tin packaging for these food and beverage products are largely fulfilled by imports. With the growth of the tin plate industry in the Philippines to include tin plate producers based in the country, tin packaging producers are more likely to purchase tin plates from locally based tin plate producers as opposed to importing, due to the convenience of obtaining the tin plates in a timely manner and lower transportation costs.

Notes:

(1) Source: Comtrade database

(2) Source: Philippine Statistics Authority

(Source: Providence, the IMR Report)

6.5 Prospects of our Group

Our Group is entering a new phase of expansion and growth and we believe that the new manufacturing plant in the Philippines represents an opportunity for the Company to grow its earnings base and to diversify its markets. The Board believes that the Company will be able to use its existing expertise, assets and knowledge in electrolytic tinning and tin free steel production to successfully set up the new production line for the manufacturing plant in the Philippines. The successful execution of the expansion may potentially increase the Company's reputation in the tin plate industry both locally and regionally. With the footing in the Philippines, the Group will become one of the biggest tinplate and tin free steel in South East Asia countries. Total capacity of three manufacturing plants i.e. Malaysia, Vietnam and Philippines will be 520,000 MT. The Group expects that the operation of its plant in the Philippines will contribute to the growth of the Group in long run.

The year 2020 is expected to be very challenging for most businesses as the COVID-19 pandemic and the resulting national lockdown policies are expected to have an adverse impact on social and economic conditions globally, including in Malaysia, Vietnam and the Philippines. Consequently, the Group's business operations in the year are also expected to be affected in 2020. At this juncture, we are not able to reliably estimate the financial impact arising from these unprecedented events. The Board is closely monitoring the situation and will make the appropriate decisions and undertake the necessary measures to preserve value and minimise the impact.

The Board takes on a cautious view on the outlook for the remainder of 2020 due to the unprecedented levels of uncertainty and volatility in the market. Nevertheless, the Group expects that its business will be supported 2020 by its strong balance sheet built over the years and continuous support from its customers. The Group intends to continue to deliver sustainable value to shareholders through risk management and close monitoring on profitability of business moving forward.

(Source: Management of Perstima)

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7. EFFECTS OF THE CORPORATE EXERCISES

7.1 Share capital

The pro forma effects of the Corporate Exercises on the share capital of Perstima are set out below:

	No. of Perstima Shares	RM
Existing issued and paid-up share capital	99,304,720	99,304,720
To be issued pursuant to the Rights Issue	19,860,944 ^{(a)(b)}	58,032,832
Enlarged share capital after the Rights Issue	119,165,664	157,337,552
To be issued pursuant to the Bonus Issue	9,930,472	-
Enlarged share capital after the Corporate Exercises	129,096,136	157,337,552

Notes:

- (a) Calculated based on the number of Rights Shares multiplied by the Issue Price
- (b) After deducting the estimated expenses of RM1.55 million relating to the Corporate Exercises

7.2 Earnings and EPS

The Corporate Exercises are not expected to have any material effect on Perstima's consolidated earnings for the FYE 31 March 2021. The Corporate Exercises are expected to contribute to the future earnings of Perstima and its subsidiaries as the proceeds raised from the Corporate Exercises are to be utilised mainly for the Business Expansion.

However, our EPS may be proportionately diluted as a result of the increase in the number of our Shares after the Corporate Exercises. For illustrative purposes, based on our latest audited consolidated financial statements for the FYE 31 March 2020, the pro forma effects of the Corporate Exercises on the earnings and EPS of our Group as follows:

	Audited FYE 31 March 2020 RM	After the Corporate Exercises RM
Profit after tax attributable to the shareholders of the Company	30,913,000	30,913,000
No. of Shares in issue	99,304,720	129,096,136
EPS	0.31	0.24

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7.3 NA and gearing

Based on the unaudited consolidated statement of financial position of Perstima as at 30 June 2020, the pro forma effects of the Corporate Exercises on the NA and gearing of Perstima Group are set out below:

	(I) Unaudited as at 30 June 2020	(II) After the Rights Issue	(III) After (II) and the Bonus Issue
	RM	RM	RM
Share capital	99,304,720	^{(a)(b)} 157,337,552	157,337,552
Translation reserve	(10,354,000)	(10,354,000)	(10,354,000)
Retained earnings	326,114,000	326,114,000	326,114,000
NA	<u>415,064,720</u>	<u>473,097,552</u>	<u>473,097,552</u>
No. of shares	99,304,720	119,165,664	129,096,136
NA per share	4.18	3.97	3.67
Borrowings	33,157,000	33,157,000	33,157,000
Gearing (times) ^(c)	0.08	0.07	0.07

Notes:

- (a) Calculated based on the number of Rights Shares multiplied by the Issue Price
- (b) After deducting the estimated expenses of RM1.55 million relating to the Corporate Exercises
- (c) Calculated based on total borrowings over total equity

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7.4 Convertible securities

As at LPD, our Company does not have any convertible securities in issue.

8. WORKING CAPITAL, BORROWINGS, CONTINGENT LIABILITIES, MATERIAL COMMITMENTS AND MATERIAL TRANSACTIONS

8.1 Working capital and sources of liquidity

The Group's working capital is funded through cash generated from operating activities and credit facilities from financial institutions as well as the Group's existing cash and bank balances.

As at the LPD, we hold cash and bank balances of RM13.38 million and short-term deposits with licensed banks of RM58.95 million.

The Board confirmed that, after taking into consideration the funds generated from the Company's operations, the banking facilities available to the Group as well as the proceeds to be raised from the Rights Issue, the Group will have sufficient working capital available for a period of 12 months from the date of this Abridged Prospectus.

8.2 Borrowings

As at the LPD, our Group's short-term interest bearing borrowing is RM23,117,841. Throughout the FYE 31 March 2020 and up to LPD, we did not default on payments of either interest or principal sums for any of our borrowings.

8.3 Contingent liabilities

As at the LPD, the Board is not aware of any contingent liabilities, incurred or known to be incurred, which upon becoming due or enforceable, may have a material impact on the ability of the Perstima Group to meet their obligations as well as the results or financial position of Perstima Group.

8.4 Material commitments

Save as disclosed below, as at the LPD, the Board is not aware of any material commitment, incurred or known to be incurred, which upon becoming enforceable may have a material impact on the results or financial position of the Group.

<u>Property, plant and equipment</u>	<u>RM</u>
Authorised but not contracted for	69,701,679
Contracted but not provided for	145,615,621
Total	<u>215,317,300</u>

Perstima Group intends to fund the aforementioned capital expenditure via a combination of internally generated funds, borrowings and the proceeds from the Rights Issue.

8.5 Material transactions

Our Board confirms that save for the Corporate Exercises, there are no other transactions which may have a material effect on our operations, financial position and results since the last audited consolidated financial statements of our Group for the FYE 31 March 2020.

9. INSTRUCTIONS FOR ACCEPTANCE, SALE/TRANSFER, EXCESS RIGHTS SHARES APPLICATIONS AND PAYMENT

This Abridged Prospectus and the RSF contain full instructions for the acceptance of and payment for the Provisional Allotments as well as the Excess Rights Shares Applications and the procedures to be followed if you and/or your renouncee(s)/transferee(s) (if applicable) wish to sell or transfer all or any part of your/his rights entitlement. You and/or your renouncee(s)/transferee(s) (if applicable) are advised to read this Abridged Prospectus, the RSF and the notes and instructions printed therein carefully. The RSF must not be circulated unless accompanied by this Abridged Prospectus.

9.1 General

As an Entitled Shareholder, your CDS Account will be duly credited with the number of Provisional Allotments, which you are entitled to subscribe for in full or in part (fractional entitlements, if any, having been disregarded), under the terms and conditions of the Rights Issue. You will find enclosed with this Abridged Prospectus, the NPA notifying you of the crediting of such Provisional Allotments into your CDS Account and the RSF to enable you to subscribe for such Provisional Allotments, as well as to apply for the Excess Rights Shares if you choose to do so. This Abridged Prospectus and the RSF can be obtained from your stockbroker, our registered office, our Share Registrar or from Bursa Securities' website at <http://www.bursamalaysia.com>.

The outcome of the subscription of the Rights Issue shall be announced after the Closing Date.

9.2 NPA

The Provisional Allotments are prescribed securities pursuant to Section 14(5) of the SICDA and therefore, all dealings in the Provisional Allotments will be by book entries through the CDS Accounts and will be governed by the SICDA and the Rules of Bursa Depository. You and/or your renouncee(s)/transferee(s) (if applicable) are required to have valid and subsisting CDS Accounts when making applications to subscribe for the Provisional Allotments or apply for Excess Rights Shares.

9.3 Procedure for full acceptance and payment

Acceptance of and payment for the Provisional Allotments must be made on the RSF enclosed with this Abridged Prospectus and must be completed in accordance with the notes and instructions contained in the RSF. Acceptances and/or payments which do not strictly conform to the terms of this Abridged Prospectus, the RSF or the notes and instructions contained in the RSF or which are illegible may not be accepted at the absolute discretion of our Board.

FULL INSTRUCTIONS FOR THE ACCEPTANCE OF AND PAYMENT FOR THE PROVISIONAL ALLOTMENTS AND THE PROCEDURES TO BE FOLLOWED SHOULD YOU AND/OR YOUR RENOUNCEE(S)/TRANSFEREE(S) (IF APPLICABLE) WISH TO SELL OR TRANSFER ALL OR ANY PART OF YOUR PROVISIONAL ALLOTMENTS ARE SET OUT IN THIS ABRIDGED PROSPECTUS, THE RSF AND THE NOTES AND INSTRUCTIONS CONTAINED THEREIN.

YOU AND YOUR RENOUNCEE(S)/TRANSFEREE(S) (IF APPLICABLE) ARE ADVISED TO READ THIS ABRIDGED PROSPECTUS, THE RSF AND THE NOTES AND INSTRUCTIONS THEREIN CAREFULLY, IN ACCORDANCE WITH SECTION 232(2) OF THE CMSA. THE RSF MUST NOT BE CIRCULATED UNLESS ACCOMPANIED BY THE ABRIDGED PROSPECTUS.

If you and/or your renounee(s)/transferee(s) (if applicable) wish to accept the Provisional Allotments either in full or in part, please complete Parts I and II of the RSF in accordance with the notes and instructions provided therein. Each completed and signed RSF together with the relevant payment must be delivered to our Share Registrar in the envelope provided (at your own risk), by **ORDINARY POST, COURIER** or **DELIVERED BY HAND** to our Share Registrar at the following address:

FOR DELIVERY BY HAND AND/OR COURIER:

Boardroom Share Registrars Sdn Bhd
Reg. No.: 199601006647 (378993-D)
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan

so as to arrive **not later than 5:00 p.m. on the Closing Date**, being the last date and time for acceptance and payment.

If you lose, misplace or for any other reasons require another copy of the RSF, you may obtain additional copies from your stockbroker, our registered office, our Share Registrar at the address stated above, or Bursa Securities' website at <http://www.bursamalaysia.com>.

1 RSF can only be used for acceptance of the Provisional Allotments standing to the credit of 1 CDS Account. Separate RSF(s) must be used for the acceptance of the Provisional Allotments standing to the credit of more than 1 CDS Account. If successful, the Rights Shares subscribed together with the entitled Bonus Shares for will be credited into your respective CDS Account(s) as stated in the completed RSF(s).

A reply envelope is enclosed with this Abridged Prospectus. To facilitate the processing of the RSF(s) by our Share Registrar, you are advised to use 1 reply envelope for each completed RSF.

If acceptance of and payment for the Provisional Allotments, whether in full or in part, are not received by our Share Registrar by **5:00 p.m. on the Closing Date**, being the last date and time for acceptance of and payment for the Provisional Allotments, you and/or your renounee(s)/transferee(s) (if applicable) will be deemed to have declined the Provisional Allotments and it will be cancelled. Proof of time of postage will not constitute proof of time of receipt by our Share Registrar.

Our Board will then have the right to allot such Rights Shares not taken up or not validly taken up to applicants who have applied for Excess Rights Shares in the manner as set out in **Section 9.7** of this Abridged Prospectus. Our Board reserves the right to accept any application in full or in part only without assigning any reasons.

Notification on the outcome of your acceptance of the Provisional Allotments will be despatched to you by ordinary post to the correspondence address as shown on Bursa Depository's record at your own risk within the timelines as follows:

- (i) successful application - a notice of allotment will be despatched within 8 Market Days from the Closing Date; or
- (ii) unsuccessful/partially successfully application - the full amount or the surplus subscription monies, as the case may be, will be refunded without interest within 15 Market Days from the Closing Date.

EACH COMPLETED RSF MUST BE ACCOMPANIED BY THE APPROPRIATE REMITTANCE MADE IN RM FOR THE FULL AMOUNT PAYABLE FOR THE PROVISIONAL ALLOTMENTS ACCEPTED IN THE FORM OF BANKER'S DRAFT(S), CASHIER'S ORDER(S), MONEY ORDER(S) OR POSTAL ORDER(S) DRAWN ON A BANK OR POST OFFICE IN MALAYSIA CROSSED "A/C PAYEE ONLY" AND MADE PAYABLE TO "PERSTIMA RIGHTS ISSUE ACCOUNT" AND ENDORSED ON THE REVERSE SIDE WITH YOUR NAME, ADDRESS, CONTACT NUMBER AND CDS ACCOUNT NUMBER.

APPLICATIONS ACCOMPANIED BY PAYMENTS OTHER THAN IN THE MANNER STATED ABOVE OR WITH EXCESS OR INSUFFICIENT REMITTANCES MAY OR MAY NOT BE ACCEPTED AT THE ABSOLUTE DISCRETION OF OUR BOARD. DETAILS OF THE REMITTANCES MUST BE FILLED IN THE APPROPRIATE BOXES PROVIDED IN THE RSF.

NO ACKNOWLEDGEMENT OF RECEIPT OF THE RSF OR APPLICATION MONIES IN RESPECT OF THE RIGHTS ISSUE WILL BE ISSUED BY OUR COMPANY OR OUR SHARE REGISTRAR. HOWEVER, IF YOUR APPLICATION IS SUCCESSFUL, THE RIGHTS SHARES AND THE ENTITLED BONUS SHARES WILL BE CREDITED INTO YOUR CDS ACCOUNT AND A NOTICE OF ALLOTMENT WILL BE DESPATCHED TO YOU BY ORDINARY POST TO THE ADDRESS AS SHOWN ON THE RECORD OF DEPOSITORS PROVIDED BY BURSA DEPOSITORY AT YOUR OWN RISK WITHIN 8 MARKET DAYS FROM THE CLOSING DATE OR SUCH OTHER PERIOD AS MAY BE PRESCRIBED BY BURSA SECURITIES.

APPLICATIONS SHALL NOT BE DEEMED TO HAVE BEEN ACCEPTED BY REASON OF THE REMITTANCE BEING PRESENTED FOR PAYMENT.

YOU SHOULD NOTE THAT ALL RSF(S) AND REMITTANCES SO LODGED WITH OUR SHARE REGISTRAR WILL BE IRREVOCABLE AND CANNOT BE SUBSEQUENTLY WITHDRAWN.

WHERE AN APPLICATION IS NOT ACCEPTED OR IS ACCEPTED IN PART ONLY, THE FULL AMOUNT OR THE BALANCE OF THE APPLICATION MONIES, AS THE CASE MAY BE, SHALL BE REFUNDED WITHOUT INTEREST AND SHALL BE DESPATCHED TO YOU BY ORDINARY POST TO THE ADDRESS SHOWN ON THE RECORD OF DEPOSITORS PROVIDED BY BURSA DEPOSITORY AT YOUR OWN RISK WITHIN 15 MARKET DAYS FROM THE CLOSING DATE.

9.4 Procedure for part acceptance

You and/or your renounee(s)/transferee(s) (if applicable) are entitled to accept part of your entitlement to the Provisional Allotments provided always that the minimum number of Rights Shares that can be subscribed for or accepted is 2 Rights Shares. Fractions of a Rights Share and/or entitled Bonus Shares arising from the Corporate Exercises shall be disregarded and dealt with in such a manner as our Board in its absolute discretion deems fit and expedient and in the best interest of our Company.

You and/or your renounee(s)/transferee(s) (if applicable) must complete both Part I(a) and II of the RSF by specifying the number of Rights Shares which you and/or your renounee(s)/transferee(s) (if applicable) are accepting and deliver the completed and signed RSF together with the relevant payment to our Share Registrar in the manner as set out in **Section 9.3** of this Abridged Prospectus.

YOU AND/OR YOUR RENOUNEE(S)/TRANSFEREE(S) (IF APPLICABLE) ARE ADVISED TO READ AND ADHERE TO THE RSF, THE NOTES AND INSTRUCTIONS CONTAINED THEREIN.

The portion of the Provisional Allotments that have not been accepted will be made available to the applicants for Excess Rights Shares.

9.5 Procedure for sale/transfer of Provisional Allotments

As the Provisional Allotments are prescribed securities, you and/or your renounee(s)/transferee(s) (if applicable) may sell or transfer all or part of your/their entitlement to the Provisional Allotments to one or more than one person(s) through your stockbroker for the period up to the last date and time for sale or transfer of the Provisional Allotments, without first having to request for a split of the Provisional Allotments standing to the credit of your/their CDS Account(s). You and/or your renounee(s)/transferee(s) (if applicable) may sell such entitlement on the open market or transfer such entitlement to such persons as may be allowed under the Rules of Bursa Depository, both for the period up to the last time and date for transfer of the Provisional Allotments.

If you and/or your renounee(s)/transferee(s) (if applicable) have sold or transferred only part of the Provisional Allotments, you and/or your renounee(s)/transferee(s) (if applicable) may still accept the balance of the Provisional Allotments by completing Parts I(a) and II of the RSF and deliver the completed RSF together with the relevant payment to our Share Registrar in the manner as set out in Section 9.3 of this Abridged Prospectus.

In selling or transferring all or part of your Provisional Allotments, you need not deliver any document including the RSF, to your stockbroker. However, you must ensure that there is sufficient number of Provisional Allotments standing to the credit of your CDS Account(s) that are available for settlement of the sale or transfer.

9.6 Procedure for acceptance by renounee(s)/transferee(s)

The procedures for acceptance, selling or transferring of Provisional Allotments, applying for our Excess Rights Shares and/or payment by the renounee(s)/transferee(s) are the same as that which is applicable to the Entitled Shareholders as set out in **Sections 9.3, 9.5 and 9.7** of this Abridged Prospectus. Please refer to the relevant sections for the procedures to be followed.

Renounee(s) or transferee(s) of the Provisional Allotments may obtain a copy of this Abridged Prospectus and/or the RSF from your stockbroker, our registered office, our Share Registrar, or from Bursa Securities' website at <http://www.bursamalaysia.com>.

RENOUNEE(S)/TRANSFEREE(S) (IF APPLICABLE) ARE ADVISED TO READ, UNDERSTAND AND CONSIDER CAREFULLY THE CONTENTS OF THIS ABRIDGED PROSPECTUS AND ADHERE TO THE NOTES AND INSTRUCTIONS CONTAINED IN THIS ABRIDGED PROSPECTUS AND THE RSF.

9.7 Procedure for Excess Rights Shares Applications

You and/or your renounee(s)/transferee(s) (if applicable) may apply for additional Rights Shares in excess of your entitlement by completing Part I(b) of the RSF (in addition to Parts I(a) and II) and forwarding it with a **separate remittance made in RM** for the full and exact amount payable for the Excess Rights Shares applied for, to our Share Registrar **not later than 5:00 p.m. on the Closing Date**, being the last date and time for application of and payment for the Excess Rights Shares Applications.

PAYMENT FOR THE EXCESS RIGHTS SHARES APPLICATIONS SHOULD BE MADE IN THE SAME MANNER DESCRIBED IN SECTION 9.3 OF THIS ABRIDGED PROSPECTUS EXCEPT THAT THE BANKER'S DRAFT(S), CASHIER'S ORDER(S), MONEY ORDER(S) OR POSTAL ORDER(S) DRAWN ON A BANK OR POST OFFICE IN MALAYSIA CROSSED "A/C PAYEE ONLY" MUST BE MADE PAYABLE TO "PERSTIMA EXCESS

RIGHTS ISSUE ACCOUNT" AND ENDORSED ON THE REVERSE SIDE WITH YOUR NAME, ADDRESS, CONTACT NUMBER AND CDS ACCOUNT NUMBER.

THE PAYMENT MUST BE MADE FOR THE FULL AND EXACT AMOUNT PAYABLE FOR THE EXCESS RIGHTS SHARES APPLICATIONS. ANY EXCESS OR INSUFFICIENT PAYMENT MAY BE REJECTED AT THE ABSOLUTE DISCRETION OF THE BOARD.

It is the intention of our Board to allot the Excess Rights Shares, if any, on a fair and equitable manner in the following priority:

- (i) firstly, to minimise the incidence of odd lots;
- (ii) secondly, for allocation to Entitled Shareholders who have applied for the Excess Rights Shares, on a *pro rata* basis and in board lots, calculated based on their respective shareholdings in our Company as at the Entitlement Date;
- (iii) thirdly, for allocation to Entitled Shareholders who have applied for Excess Rights Shares, on a *pro rata* basis and in board lots, calculated based on the quantum of their respective Excess Rights Shares Applications; and
- (iv) finally, for allocation to renouncee(s)/transferee(s) (if applicable) who have applied for Excess Rights Shares, on a *pro rata* basis and in board lots, calculated based on the quantum of their respective Excess Rights Shares Applications.

In the event there is any remaining balance of Excess Rights Shares applied for by the Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable), who have applied for the Excess Rights Shares after carrying out steps (i) to (iv) as set out above, steps (ii) to (iv) will be repeated again in the same sequence to allocate the remaining balance of the Excess Rights Shares to the Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) who have applied for the Excess Rights Shares until such balance is fully allocated.

Nonetheless, our Board reserves the right to allot the Excess Rights Shares applied for by the Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) in such manner as our Board deems fit, expedient and in the best interest of our Company, subject always to such allocation being made on a fair and equitable manner and that the intention of our Board as set out in (i) to (iv) above is achieved. Our Board also reserves the rights at its absolute discretion to accept in full or in part any application for Excess Rights Shares without assigning any reason thereof.

Any allocations made in respect of the Excess Rights Shares shall be subject to the compliance of the Public Spread Requirement at all times.

NO ACKNOWLEDGEMENT OF THE RECEIPT OF THE RSF OR APPLICATION MONIES IN RESPECT OF THE EXCESS RIGHTS SHARES WILL BE ISSUED BY OUR COMPANY OR OUR SHARE REGISTRAR. HOWEVER, IF YOUR APPLICATION IS SUCCESSFUL, THE RIGHTS SHARES WILL BE CREDITED INTO YOUR CDS ACCOUNT AND A NOTICE OF ALLOTMENT WILL BE DESPATCHED BY ORDINARY POST TO THE ADDRESS AS SHOWN ON THE RECORD OF DEPOSITORS PROVIDED BY BURSA DEPOSITORY AT YOUR OWN RISK WITHIN 8 MARKET DAYS FROM THE CLOSING DATE OR SUCH OTHER PERIOD AS MAY BE PRESCRIBED BY BURSA SECURITIES.

EXCESS RIGHTS SHARES APPLICATIONS SHALL NOT BE DEEMED TO HAVE BEEN ACCEPTED BY REASON OF THE REMITTANCE BEING PRESENTED FOR PAYMENT, OUR BOARD RESERVES THE RIGHT NOT TO ACCEPT ANY SUCH APPLICATION OR TO ACCEPT ANY SUCH APPLICATION IN PART ONLY WITHOUT ASSIGNING ANY REASON THEREOF.

WHERE AN EXCESS RIGHTS SHARES APPLICATION IS NOT ACCEPTED OR IS ACCEPTED IN PART ONLY, THE FULL AMOUNT OR THE BALANCE OF THE APPLICATION MONIES (AS THE CASE MAY BE) WILL BE REFUNDED WITHOUT INTEREST WITHIN 15 MARKET DAYS FROM THE CLOSING DATE BY ORDINARY POST TO THE ADDRESS SHOWN IN THE RECORD OF DEPOSITORS PROVIDED BY BURSA DEPOSITORY AT YOUR OWN RISK.

APPLICANTS ARE NOT ALLOWED TO WITHDRAW THE RSF AND PAYMENT ONCE THEY HAVE BEEN LODGED WITH OUR SHARE REGISTRAR.

9.8 Form of issuance

Bursa Securities has prescribed our Perstima Shares listed on the Main Market of Bursa Securities to be deposited with Bursa Depository. Accordingly, the new securities arising from the Corporate Exercises are prescribed securities and as such, all dealings in such said securities will be subject to the SICDA and the Rules of Bursa Depository.

Failure to comply with the specific instructions for applications or inaccuracy in the CDS Account number may result in the application being rejected. No physical share certificate will be issued to you under the Corporate Exercises. A notice of allotment will be despatched to you and/or your renounee(s)/transferee(s) (if applicable) by ordinary post to the address shown on the Record of Depositors provided by Bursa Depository at your own risk within 8 Market Days from the Closing Date or such other period as may be prescribed by Bursa Securities.

Your subscription to the Rights Issue shall mean that you consent to receive such Provisional Allotments as prescribed or deposited securities which will be credited directly into your CDS Account.

Any person who has purchased the Provisional Allotments or to whom the Provisional Allotments has been transferred and intends to subscribe for the Provisional Allotments must state his or her CDS Account number in the space provided in the RSF. The Provisional Allotments will be credited directly as prescribed or deposited securities into his or her CDS Account upon allotment and issuance.

The Excess Rights Shares, if allotted to the successful applicant who applied for the Excess Rights Shares, will be credited directly as prescribed securities into the CDS Account of the successful applicant where the Provisional Allotments are standing to the credit. The allocation of the Excess Rights Shares will be made on a fair and equitable manner as disclosed in **Section 9.7** of this Abridged Prospectus.

9.9 Laws of foreign jurisdictions

The Documents have not been (and will not be) made to comply with the laws of any foreign country or jurisdiction and have not been (and will not be) lodged, registered or approved under any legislation (or with or by any regulatory authorities or other relevant bodies) of any foreign country or jurisdiction. The Rights Issue will not be made or offered for subscription in any foreign country or jurisdiction. No action has been or will be taken to ensure that the Rights Issue complies with the laws of any countries or jurisdictions other than the laws of Malaysia.

Accordingly, the Documents will not be sent to the foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) who do not have a registered address in Malaysia. However, foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) may collect the Documents from our Share Registrar, in which event our Share Registrar shall be entitled to request for such evidence as it deems necessary to satisfy itself as to the identity and authority of the person collecting the Documents.

The foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) may accept or renounce (as the case may be) all or any part of their entitlements and exercise any other rights in respect of the Rights Issue only to the extent that it would be lawful to do so. M&A Securities, our Company, our Directors, our officers and other professional advisers (collectively, the "**Parties**") would not, in connection with the Rights Issue, be in breach of the laws of any country or jurisdiction to which the foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) are or may be subject to.

The foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) shall solely be responsible to seek advice from their legal advisers and other professional advisers as to the laws of the countries or jurisdictions to which they are or may be subject to. The Parties shall not accept any responsibility or liability in the event that any acceptance or renunciation made by any foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable), is or shall become unlawful, unenforceable, voidable or void in any such country or jurisdiction.

The foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) will be responsible for payment of any issue, transfer or any other taxes or other requisite payments due in such country or jurisdiction and our Company shall be entitled to be fully indemnified and held harmless by such foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) for any issue, transfer or other taxes or other requisite payments that such person may be required to pay in any country or jurisdiction. They will have no claims whatsoever against the Parties in respect of their rights and entitlements under the Rights Issue. Such foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) should consult their professional advisers as to whether they require any governmental, exchange control or other consents or need to comply with any other applicable legal requirements to enable them to accept the Rights Issue.

By signing the RSF, the foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) are deemed to have represented, acknowledged, agreed and declared in favour of (and which representations, acknowledgements and declarations will be relied upon by) the Parties that:

- (i) the Parties would not, by acting on the acceptance or renunciation in connection with the Rights Issue, be in breach of the laws of any jurisdiction to which the foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) are or may be subject to;
- (ii) the foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) have complied with the laws to which they are or may be subject to in connection with the acceptance or renunciation of the Provisional Allotments;
- (iii) the foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) are not nominees or agents of a person in respect of whom we would, by acting on the acceptance or renunciation of the Provisional Allotments, be in breach of the laws of any jurisdiction to which that person is or may be subject to;
- (iv) the foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) are aware that the Rights Shares can only be transferred, sold or otherwise disposed of, charged, hypothecated or pledged in accordance with all applicable laws in Malaysia;
- (v) the foreign Entitled Shareholders and/or their renounee(s)/transferee(s) (if applicable) have received a copy of this Abridged Prospectus, had access to such financial and other information and have been provided the opportunity to ask such questions to our representatives and receive answers thereto as they deem necessary in connection with their decision to subscribe for or purchase the Rights Shares; and

- (vi) the foreign Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) have sufficient knowledge and experience in financial and business matters to be capable of evaluating the merits and risks of subscribing or purchasing the Rights Shares, and are and will be able, and are prepared to bear the economic and financial risks of investing in and holding the Rights Shares.

Persons receiving the Documents (including without limitation custodians, nominees and trustees) must not, in connection with the offer, distribute or send the Documents into any country or jurisdiction, where to do so would or might contravene local securities, exchange control or relevant laws or regulations. If the Documents are received by any persons in such country or jurisdiction, or by an agent or nominee of such a person, he must not seek to accept the offer unless he has complied with and observed the laws of the relevant country or jurisdiction in connection herewith.

Any person who does forward the Documents to any foreign country or jurisdiction, whether pursuant to a contractual or legal obligation or otherwise, should draw attention of the recipient to the contents of this section and we reserve the right to reject a purported acceptance of the Rights Shares from any such application by foreign Entitled Shareholders and/or their renouncee(s)/transferee(s) (if applicable) in any foreign country or jurisdiction.

We reserve the right, in our absolute discretion, to treat any acceptance of the Rights Shares as invalid if we believe that such acceptance may violate any applicable legal or regulatory requirements in Malaysia.

NOTWITHSTANDING ANYTHING HEREIN, THE FOREIGN ENTITLED SHAREHOLDERS AND ANY OTHER PERSONS HAVING POSSESSION OF THIS ABRIDGED PROSPECTUS AND/OR ITS ACCOMPANYING DOCUMENTS ARE ADVISED TO INFORM THEMSELVES OF AND TO OBSERVE ANY LEGAL REQUIREMENTS APPLICABLE TO THEM.

NO PERSON IN ANY TERRITORY OUTSIDE OF MALAYSIA RECEIVING THIS ABRIDGED PROSPECTUS AND/OR ITS ACCOMPANYING DOCUMENTS MAY TREAT THE SAME AS AN OFFER, INVITATION OR SOLICITATION TO SUBSCRIBE FOR OR ACQUIRE ANY RIGHTS SHARES UNLESS SUCH OTHER OFFER, INVITATION OR SOLICITATION COULD LAWFULLY BE MADE WITHOUT COMPLIANCE WITH ANY REGISTRATION OR OTHER REGULATORY OR LEGAL REQUIREMENTS OF SUCH TERRITORY.

10. TERMS AND CONDITIONS

The issuance of the Rights Shares and Bonus Shares pursuant to the Corporate Exercises are governed by the terms and conditions as set out in this Abridged Prospectus, the NPA and RSF enclosed herewith.

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11. FURTHER INFORMATION

You are advised to refer to the attached appendices for further information.

Yours faithfully,

For and on behalf of the Board of Directors of

PERUSAHAAN SADUR TIMAH MALAYSIA (PERSTIMA) BERHAD



HIROAKI YANO

Managing Director

INFORMATION ON OUR COMPANY**1. INCORPORATION AND PRINCIPAL ACTIVITIES**

Perstima was incorporated on 16 August 1979 under the name Malaysian Tin Plate Corporation Sdn Bhd. It changed its name to Perusahaan Sadur Timah Malaysia (Perstima) Sdn Bhd on 14 March 1980. The Company converted to a public company on 3 February 1992 and assumed its present name. The Company was listed on the Main Market of Bursa Securities on 28 August 1992.

The principal activities of the Company are the manufacturing and sale of tin plates. Perstima is the manufacturer of prime grade tinplate in Malaysia that is a material used in various packaging requirements. Tinplate has wide acceptance in various product packing such as liquid milk, processed food, dry food, paint, motor oil, beer and beverage and edible oil.

2. SHARE CAPITAL

As at the LPD, our issued share capital is RM99,304,720 comprising 99,304,720 Perstima Shares.

3. BOARD OF DIRECTORS

The details of our Board are set out below:

Name (<i>Designation</i>)	Age	Address	Nationality
Dato' Wee Hoe Soon @ Gooi Hoe Soon (<i>Independent Non-Executive Director, Chairman</i>)	59	40 Jalan BU 10/8 Bandar Utama 47800 Petaling Jaya Selangor Darul Ehsan Malaysia	Malaysian
Hiroaki Yano (<i>Managing Director</i>)	57	7-04-4, Saujana Villa Saujana Resort Seksyen U2 40150 Shah Alam Selangor Darul Ehsan Malaysia	Japanese
Ranko Kume (<i>Executive Director</i>)	47	Unit 16-3, Tara Condominium 33 Jalan Ampang Hilir 55100 Kuala Lumpur Wilayah Persekutuan Malaysia	Japanese/ Permanent Resident of Malaysia
Rin Nan Yoong (<i>Non-Independent Non-Executive Director</i>)	54	105 Gallop Park Road S (258999) Singapore	Singaporean
Dominic Aw Kian-Wee (<i>Senior Independent Non-Executive Director</i>)	49	16 Jalan Sri Hartamas 12 50480 Kuala Lumpur Wilayah Persekutuan Malaysia	Malaysian

INFORMATION ON OUR COMPANY (CONT'D)

Name (Designation)	Age	Address	Nationality
Mastura Binti Mansor (Independent Non-Executive Director)	55	8, Jalan Perintis U1/9 Glenmarie Court 40000 Shah Alam Selangor Darul Ehsan Malaysia	Malaysian
Ab. Patah Bin Mohd (Independent Non-Executive Director)	64	20, Jalan GR 3/1 Jacaranda Garden Residence 63000 Cyberjaya Selangor Darul Ehsan Malaysia	Malaysian
Ho Chun Foh (Alternate Director to Rin Nan Yoong)	58	16, Jalan U1/6E Glenmarie Court 40150 Shah Alam Selangor Darul Ehsan Malaysia	Malaysian

4. SUBSIDIARIES

As at LPD, our subsidiaries are as follows:

Company	Date of Incorporation	Place of Incorporation	Effective Equity Interest	Issued Share/ Paid Up Capital	Principal Activities
Perstima (Vietnam) Co., Ltd.	19 June 2002	Vietnam	100%	USD8,000,000	Manufacturing and sale of tin plates and tin free steel
Perstima Utility Sdn. Bhd.	19 July 2010	Malaysia	100%	RM5,000,000 comprising 5,000,000 ordinary shares	Generating, transmitting and sales of power and other utilities
Perstima Tin Plate Sdn. Bhd.	25 January 1995	Malaysia	100%	RM2 comprising 2 ordinary shares	Dormant
PERSTIMA (Philippines), Inc.	22 November 2018	Philippines	100%	PHP100,000,000 comprising 1,000,000 shares	Manufacturing and sale of tin plates and tin free steel

INFORMATION ON OUR COMPANY (CONT'D)**5. HISTORICAL SHARE PRICES**

The monthly highest and lowest prices of Perstima Shares as traded on Bursa Securities for the past 12 months are as follows:

	<u>High</u>	<u>Low</u>
	<u>RM</u>	<u>RM</u>
<u>2019</u>		
September	4.720	4.490
October	4.620	4.460
November	4.560	4.220
December	4.270	4.180
<u>2020</u>		
January	4.250	4.140
February	4.160	4.000
March	4.020	2.820
April	3.960	3.050
May	4.340	3.680
June	4.460	4.100
July	4.110	3.830
August	4.000	3.800

The last transacted price of Perstima Shares on 28 February 2020, being the last day on which Perstima Shares were traded, prior to the date of the announcement of the Corporate Exercises dated 2 March 2020, was RM4.01 per Perstima Share.

The last transacted price of Perstima Shares as at the LPD was RM3.79 per Perstima Share. The last transacted market price on 12 October 2020 being the last trading date prior to the ex-date for the Corporate Exercises was RM3.70 per Perstima Share.

(Source: M&A Securities)

6. OPTION TO SUBSCRIBE FOR SHARES

As at the LPD, save for the Entitled Shareholders who will be provisionally allotted the Rights Shares under the Corporate Exercises, no person has been or is entitled to be given an option to subscribe for any shares, stocks or debentures of our Company or our subsidiaries.

7. MATERIAL CONTRACTS

Save as disclosed as below, as at the LPD, neither Perstima nor its subsidiaries has entered into any contracts which are or may be material, not being contracts entered into in the ordinary course of business, during the past 2 years preceding the date of this Abridged Prospectus:

- (i) the Underwriting Agreement;
- (ii) Sale and purchase agreement dated 3 January 2020 entered into between Perstima (as vendor) and Westlite Dormitory (Pasir Gudang) Sdn Bhd (as purchaser) ("**Westlite**") in relation to the sale by Perstima and purchase by Westlite of all that piece of land held under H.S.(D) 135072, PTD No. 71012 in the Mukim of Plentong,

INFORMATION ON OUR COMPANY (CONT'D)

District of Johor Bahru, State of Johor measuring approximately 1,718.2784 square metres together with a five storey walk up flat comprising 35 accommodation units erected thereon for the sale price of RM2,280,000.00 to be satisfied entirely by cash. The sale and purchase transaction is pending completion; and

- (iii) Contract of Lease dated 27 December 2018 entered into between Science Park of The Philippines, Inc. ("Lessor") and Perstima (Philippines) Inc. ("Lessee") for the acquisition of a 50 year lease (commencing 21 December 2018 to 20 December 2068, with an automatic extension of 25 years thereafter) to all that piece land known as Lot 1 (Block 9 MSDP), 1,2,3,4,5&6 all of PCS-04-029369 located in Barangay of San Fernando, Municipality of Malvar, Province of Batangas, Philippines measuring 309,042 square feet located within the Light Industrial Science Park IV, Malvar, Batangas, Philippines. The total payment for the lease together with the initial deposit for the 25 year extension and the value added tax imposed amounted to PHP168,016,772 (or RM13,304,313 based on the actual amount paid) has been fully paid on 21 January 2019.

8. MATERIAL LITIGATION

As at the LPD, to the best knowledge of our Board, neither Perstima nor its subsidiaries are engaged in any material litigation, claims or arbitration, either as plaintiff or defendant, and our Board has no knowledge of any proceedings pending or threatened against Perstima Group, or of any facts likely to give rise to any proceeding which may materially and adversely affect the financial position or business of Perstima Group.

9. HISTORICAL FINANCIAL INFORMATION**9.1. Historical financial performance:-**

	Audited			Unaudited	
	FYE 31 March 2018 RM'000	FYE 31 March 2019 RM'000	FYE 31 March 2020 RM'000	FPE 30 June 2019 RM'000	FPE 30 June 2020 RM'000
Revenue	938,867	978,778	860,016	224,756	200,648
Cost of sales	(897,816)	(914,322)	(809,740)	(206,103)	(182,112)
Gross profit	41,051	64,456	50,276	18,653	18,536
Other income	5,155	7,632	6,781	1,575	1,163
Distribution expenses	(7,498)	(8,887)	(7,394)	(1,927)	(3,079)
Administration expenses	(10,026)	(10,232)	(10,150)	(3,415)	(3,290)
Other expenses	(1,758)	(705)	(130)	(120)	(13)
Operating profit	26,924	52,264	39,383	14,766	13,317
Finance income	2,856	2,499	3,116	579	348
Finance costs	(1,245)	(1,132)	(1,343)	(222)	(134)
Profit before tax	28,535	53,631	41,156	15,123	13,531
Tax expense	(7,001)	(12,610)	(10,243)	(3,492)	(3,088)
Profit for the year	21,534	41,021	30,913	11,631	10,443
Gross profit margin (%)	4.37	6.59	5.85	8.30	9.24
PAT margin (%)	2.29	4.19	3.59	5.17	5.20
No. of Shares in issue ('000)	99,305	99,305	99,305	99,305	99,305
Basic EPS (sen)	21.7	41.3	31.1	11.71	10.52
Dividend (sen)	30.0	30.0	10.0	N/A	N/A

INFORMATION ON OUR COMPANY (CONT'D)**9.2. Historical financial position:-**

	Audited as at			Unaudited	
	31 March 2018 RM'000	31 March 2019 RM'000	31 March 2020 RM'000	30 June 2019 RM'000	30 June 2020 RM'000
Non-current assets	82,534	88,815	120,599	86,545	136,404
Current assets	388,787	380,954	371,033	372,024	335,971
Total assets	471,321	469,769	491,632	458,569	472,375
Share capital	99,305	99,305	99,305	99,305	99,305
Translation reserve	(23,544)	(18,333)	(12,451)	(16,769)	(10,354)
Retained earnings	303,319	314,549	315,671	316,250	326,114
Total equity	379,080	395,521	402,525	398,786	415,065
Non-current liabilities	2,947	2,656	3,213	2,503	3,302
Current liabilities	89,294	71,592	85,894	57,280	54,008
Total liabilities	92,241	74,248	89,107	59,783	57,310
Total equity and liabilities	471,321	469,769	491,632	458,569	472,375

9.3. Historical cash flows:-

	Audited			Unaudited	
	FYE 31 March 2018 RM'000	FYE 31 March 2019 RM'000	FYE 31 March 2020 RM'000	FPE 30 June 2019 RM'000	FPE 30 June 2020 RM'000
Net cash from/(used in)					
Operating activities	60,569	32,027	89,906	4,251	(29,553)
Investing activities	(8,215)	(17,390)	(42,230)	(587)	(19,307)
Financing activities	(10,587)	(47,542)	(33,678)	7,501	17,964
Exchange differences on translation of the financial statements of foreign operations	(5,958)	2,303	2,262	1,564	2,097
Net increase/(decrease) in cash and cash equivalent	35,809	(30,602)	16,260	12,729	(28,799)
Cash and cash equivalents at beginning of the year/period	91,025	118,255	89,108	89,108	106,825
Foreign exchange difference on opening balances	(8,579)	1,455	1,457	-	-
Cash and cash equivalents at end of the year/period	118,255	89,108	106,825	101,837	78,026

INFORMATION ON OUR COMPANY (CONT'D)

9.4. Commentary on past performance**FYE 31 March 2019 compared to FYE 31 March 2018**

The Group's revenue for FYE 31 March 2019 stood at RM978.8 million, an increase of RM39.9 million or 4.25% compared with RM938.9 million in the preceding year due to price increases, reflecting global market trends. The Group's PAT increased by RM19.5 million or 90.7% to RM41.0 million, from RM21.5 million in the previous year. The PAT was almost doubled to RM41.0 million and this was mainly attributed to stronger revenue coupled with better production cost control during the FYE 31 March 2019.

Revenue contributed from our Malaysia segment amounted to RM666.5 million for the FYE 31 March 2019, representing an increase of RM21.6 million or 3.3% from RM644.9 million in the previous year. Despite our segment in Malaysia experiencing a tough and challenging year, the management's effort in production cost control has improved the profitability during FYE 31 March 2019.

Our business in Vietnam recorded revenue amounted to RM312.3 million, representing an increase of RM18.3 million or 6.2% during the FYE 31 March 2019 as compared to RM294.0 million in the previous year. The main reason for the significant increase in PAT was again mainly due to the management's effort in production cost control.

As at FYE 31 March 2019, the Group's total assets stood at RM469.8 million, decreasing RM1.5 million or 0.3% from RM471.3 million in the previous year, due to decrease in cash and cash equivalents by RM29.1 million. The acquisition of property, plant and equipment and optimising stocks holdings level have contributed to the decrease in cash and cash equivalents in FYE 31 March 2019. Equity attributable to equity holders of the Company was RM395.5 million as at FYE 31 March 2019 with a return on equity of 10.4%, which is higher compared to prior year of 5.7%.

During the year, the Group pared down its debt substantially with the repayment of short-term trade financing facilities, mainly banker acceptances. As at the FYE 31 March 2019, total bank borrowings reduced by RM16.6 million or 48.5% to RM17.6 million, from RM34.2 million in the previous financial year.

The Group net cash outflow of RM17.4 million from investing activities is mainly attributable to capital expenditure for new investment in Philippines. The Group net cash outflow of RM47.5 million from financing activities is mainly for dividends payment and repayment of short-term borrowings. Overall, the Group's cash and cash equivalents stood at RM89.1 million, a decrease of RM29.2 million or 24.7% from RM118.3 million in the previous year.

FYE 31 March 2020 compared to FYE 31 March 2019

The Group's revenue for FYE 31 March 2020 decrease by RM118.8 million or 12.1% to RM860.0 million from RM978.8 million in the preceding year, reflecting the challenging and competitiveness of the global market trends. The Group's PAT decreased by RM10.1 million or 24.6% to RM30.9 million from RM41.0 million in the previous year. The decrease in revenue and PAT were mainly attributable to lower sales volume as a result of higher presence of imports, weaker price as well as the uncertainty and volatility of RM against USD.

Our segment in Malaysia experienced a tough and challenging year. Revenue contributed from this segment amounted to RM576.1 million, representing a decrease of RM90.4 million or 13.6% as compared to the prior year of RM666.5 million. The higher presence of imports and the uncertainty and volatility of RM had adversely impacted this segment. The expiration of anti-dumping duties on electrolytic tinsplate imports in prior year had re-intensified the competition going forward.

INFORMATION ON OUR COMPANY (CONT'D)

Our business in Vietnam recorded revenue amounted to RM283.9 million, representing a decrease of RM28.4 million or 9.1% from RM312.3 million in the prior year. The lower sales volume coupled with lower selling price had resulted lower revenue generated as compared to prior year.

The operation in Philippines has not started during the FYE 31 March 2020 as the construction of factory site is still ongoing.

The Group's total assets increased by RM21.8 million or 4.7% to RM491.6 million from RM469.8 million in the previous year, due to increase in non-current asset acquired by the Group. Equity attributable to shareholders of the Company was RM402.5 million as at FYE 31 March 2020 with a return on equity of 7.7%, which is lower compared to prior year of 10.4%.

The Group's bank borrowings reduced by 14.2% to RM15.1 million from RM17.6 million in the previous financial year. The Group recorded higher net cash generated from operating activities of RM89.9 million as compared to previous financial year of RM32.0 million. The increase in operating cash flow is attributed to the prompt collection from customers and lower payment in trade and other payables especially at the end of FYE 31 March 2020 as a result of the stock in transit yet to be paid due to cut-off timing differences.

The Group's net cash outflow of RM42.2 million used in investing activities mainly attributable to expansion of capital expenditure in Philippines. The Group's net cash outflow of RM33.7 million used in financing activities mainly due to the dividend payment. Overall, the Group's cash and cash equivalent stood at RM106.8 million, increased by RM17.7 million or 19.9% from RM89.1 million.

FPE 30 June 2020 compared to FPE 30 June 2019

The Group's revenue for the FPE 30 June 2020 decreased by RM24.1 million or 10.7% to RM200.7 million from RM 224.8 million in the prior year corresponding period due to lower sales volume coupled with lower selling price. The Group's profit before taxation decreased by RM1.6 million or 10.5% to RM13.5 million from RM15.1 million in the prior year corresponding period due to lower sales volume despite better profit margin.

For Malaysia, the Company's revenue decreased by RM41.3 million or 26.3% to RM115.7 million as compared to RM157.0 million in the prior year corresponding period due to lower sales volume coupled with lower selling price. This was mainly impacted by the outbreak of COVID-19 which caused temporary disruption to the Group's operations as well as higher presence of imports coupled with the expiration of anti-dumping duties on electrolytic tinplate imports on 15 November 2018.

Our business in Vietnam recorded revenue of RM88.2 million, representing an increase of RM17.1 million or 24.0% from RM71.1 million in the prior year corresponding period due to higher sales volume despite lower selling price. The Vietnam's business operations were not disrupted by the outbreak of the COVID-19 and as such, the Group's financial performance was not adversely impacted.

For Philippines, our subsidiary did not have any revenue during the FPE 30 June 2020 since it was still at preliminary stage after being registered on 22 November 2018.

INFORMATION ON OUR COMPANY (CONT'D)**10. SHAREHOLDINGS OF SUBSTANTIAL SHAREHOLDERS AND DIRECTORS****10.1. Shareholdings of Substantial Shareholders**

The Corporate Exercises will not have an effect on the shareholdings of Perstima's substantial shareholders, assuming all the Entitled Shareholders subscribe for their respective entitlements under the Rights Issue. Based on the Register of Substantial Shareholders of the Company as at the LPD, the effects of the Corporate Exercises on the substantial shareholders' shareholdings of the Company are as follows:-

	(I) As at the LPD				(II) After the Rights Issue			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Versalite	32,617,544	32.85	-	-	39,141,053	32.85	-	-
Hiroshi Kume	-	-	(a) 32,617,544	32.85	-	-	(a) 39,141,053	32.85
Rin Nan Yoong	44,000	0.04	(b) 32,617,544	32.85	52,800	0.04	(b) 39,141,053	32.85
Rin Su Tsen @ Chen Su Tsen	-	-	(c) 32,617,544	32.85	-	-	(c) 39,141,053	32.85
JFE Shoji	13,852,000	13.95	-	-	16,622,400	13.95	-	-
JFE Steel	11,150,000	11.23	-	-	13,380,000	11.23	-	-
Mitsui & Co Ltd-(J)	9,473,000	9.54	-	-	11,367,600	9.54	-	-
	(III) After (II) and Bonus Issue							
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Versalite	42,402,807	32.85	-	-	-	-	-	-
Hiroshi Kume	-	-	(a) 42,402,807	32.85	-	-	-	-
Rin Nan Yoong	57,200	0.04	(b) 42,402,807	32.85	-	-	-	-
Rin Su Tsen @ Chen Su Tsen	-	-	(c) 42,402,807	32.85	-	-	-	-
JFE Shoji	18,007,600	13.95	-	-	-	-	-	-
JFE Steel	14,495,000	11.23	-	-	-	-	-	-
Mitsui & Co Ltd-(J)	12,314,900	9.54	-	-	-	-	-	-

INFORMATION ON OUR COMPANY (CONT'D)**Notes:**

- (a) Deemed interested by virtue of his 39.99% interest in Versalite
- (b) Deemed interested by virtue of his 40.00% interest in Versalite
- (c) Deemed interested by virtue of his 20.00% interest in Versalite

10.2. Shareholdings of Directors

Save as disclosed below, none of the other Directors have any direct and/or indirect shareholding in our Company as at LPD. The effect of the Corporate Exercises on our Directors' shareholdings in our Company assuming that our Directors subscribed for their respective entitlements under the Rights Issue are set out below:-

	(I) As at the LPD				(II) After the Rights Issue			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Rin Nan Yoong	44,000	0.04	^(a) 32,617,544	32.85	52,800	0.04	^(a) 39,141,053	32.85
Ab. Patah Bin Mohd	100	*	-	-	120	*	-	-
	(III) After (II) and Bonus Issue							
	Direct		Indirect					
	No. of Shares	%	No. of Shares	%				
Rin Nan Yoong	57,200	0.04	^(a) 42,402,807	32.85				
Ab. Patah Bin Mohd	130	*	-	-				

Notes:

* negligible

- (a) Deemed interested by virtue of his 40.00% interest in Versalite

ADDITIONAL INFORMATION

1. WRITTEN CONSENTS

The written consents of the Principal Adviser, Underwriter, Reporting Accountants, Company Secretaries, Share Registrar, Independent Market Researcher and the Solicitors for the Corporate Exercises to the inclusion in this Abridged Prospectus of their names in the form and context in which they appear have been given before issuance of this Abridged Prospectus and have not subsequently been withdrawn.

2. DOCUMENTS FOR INSPECTION

Copies of the following documents are made available for inspection at our Registered Office at Suite 27-03, 27th Floor, Menara Keck Seng, 203 Jalan Bukit Bintang, 55100 Kuala Lumpur, Malaysia during ordinary business hours from Monday to Friday (except public holidays) for a period of 6 months from the date of this Abridged Prospectus:

- (i) Constitution of Perstima;
- (ii) The consent letters and declarations referred to in Section 1 above;
- (iii) All the material contracts referred to in Section 7 of Appendix I;
- (iv) The letters in relation to the Undertakings as referred to in Section 2.1.4 of this Abridged Prospectus; and
- (v) The IMR Report.

3. RESPONSIBILITY STATEMENT

This Abridged Prospectus together with its accompanying documents have been seen and approved by our Board and they collectively and individually accept full responsibility for the accuracy of the information given herein and confirm that, after having made all reasonable enquiries and to the best of their knowledge and belief, there are no false or misleading statements or other facts the omission of which would make any statement herein false or misleading.

M&A Securities, being the Principal Adviser and Underwriter for the Corporate Exercises, acknowledges that, based on all available information and to the best of its knowledge and belief, this Abridged Prospectus constitutes a full and true disclosure of all material facts concerning this Corporate Exercises.

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