

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

IF YOU ARE IN ANY DOUBT AS TO THE COURSE OF ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, SOLICITOR, ACCOUNTANT, BANK MANAGER OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

This Circular has been reviewed by UOB Kay Hian Securities (M) Sdn Bhd as the Adviser of Aimflex Berhad for the Proposed Subscription (as defined herein).

Bursa Malaysia Securities Berhad takes no responsibility for the contents of this Circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Circular.



AIMFLEX BERHAD

Registration No.: 201801011135 (1273151-K)
(Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED SUBSCRIPTION OF 244,824,000 NEW ORDINARY SHARES IN AIMFLEX BERHAD ("AIMFLEX" OR THE "COMPANY") ("SUBSCRIPTION SHARE(S)"), REPRESENTING APPROXIMATELY 20% OF THE TOTAL NUMBER OF ISSUED SHARES OF AIMFLEX

AND

NOTICE OF EXTRAORDINARY GENERAL MEETING

Adviser and Placement Agent

UOB Kay Hian

UOB Kay Hian Securities (M) Sdn. Bhd.

Registration No.: 199001003423 (194990-K)
(A Participating Organisation of Bursa Malaysia Securities Berhad)

The Notice of the Extraordinary General Meeting of Aimflex ("**EGM**"), which will be held on a fully virtual basis through live streaming and online remote meeting platform of TIIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd via its website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781) on Friday, 20 May 2022 at 10.00 a.m., together with the Form of Proxy are enclosed in this Circular.

If you are unable to attend and vote at the EGM, you may complete the Form of Proxy and deposit it at the office of our Company's Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not later than forty-eight (48) hours before the time set for holding the EGM. The lodging of the Form of Proxy does not preclude you from attending and voting at the meeting should you subsequently decide to do so. The Form of Proxy can also be submitted electronically via TIIH Online at <https://tiih.online>. For further information on the electronic submission of Form of Proxy, kindly refer to the Administration Guide for EGM.

Last date and time for lodging the Form of Proxy : Wednesday, 18 May 2022 at 10.00 a.m.

Date and time of the EGM : Friday, 20 May 2022 at 10.00 a.m.

This Circular is dated 14 April 2022

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Circular:-

"Act"	:	The Companies Act 2016
"Aimflex" or the "Company"	:	Aimflex Berhad (Registration No.: 201801011135 (1273151-K))
"Aimflex Group" or the "Group"	:	Aimflex and our subsidiaries, collectively
"Aimflex Share(s)" or "Share(s)"	:	Ordinary share(s) of Aimflex
"Board"	:	Board of Directors of Aimflex
"Bursa Securities"	:	Bursa Malaysia Securities Berhad
"Circular"	:	This circular dated 14 April 2022
"Datuk Seri Chiau"	:	Datuk Seri Chiau Beng Teik, JP
"Director(s)"	:	The director(s) of Aimflex and shall have the meaning given in Section 2(1) of the Act and Section 2(1) of the Capital Markets and Services Act 2007
"EGM"	:	Extraordinary General Meeting of Aimflex to be convened
"EPS"	:	Earnings per Share
"ESOS"	:	Employee's share option scheme
"FPE"	:	Financial period ended/ ending
"FYE"	:	Financial year ended/ ending
"Investor(s)"	:	Ng Wymin, Chuah Chong Ewe, Datuk Seri Chiau, Teoh Tian Wen, Ong Khye Siang, Loo Jia Jia, Datin Cheah Meow Choong and Luster Industries Bhd
"Interested Director(s)"	:	Chuah Chong Ewe and Chuah Chong San
"Interested Parties"	:	Chuah Chong Ewe, Chuah Chong San and Luster Industries Bhd
"Listing Requirements"	:	ACE Market Listing Requirements of Bursa Securities
"LPD"	:	15 March 2022, being the latest practicable date prior to the printing and despatch of this Circular
"LTD"	:	10 January 2022, being the last full trading day preceding the execution of the Subscription Agreements
"Luster"	:	Luster Industries Bhd (Registration No.: 198601006973 (156148-P))
"Market Day(s)"	:	Any day from Mondays to Fridays (inclusive of both days) which is not a public holiday and on which Bursa Securities is open for trading of securities
"NA"	:	Net assets attributable to the owners of Aimflex
"PAT/ (LAT)"	:	Profit / (Loss) after taxation
"PE"	:	Price-to-earnings multiple

DEFINITIONS (CONT'D)

- "Subscription Share(s)" : 244,824,000 new Aimflex Shares to be issued to the Investors at the subscription price of RM0.1267 per Subscription Share pursuant to the Proposed Subscription in accordance with the terms and conditions of the Subscription Agreements
- "Subscription Price" : Subscription price of RM0.1267 per Subscription Share
- "Proposed Subscription" : Proposed Subscription of up to 244,824,000 new Aimflex Shares, representing approximately 20% of the existing number of issued Shares as at the LPD to the Investors at the subscription price of RM0.1267 per Subscription Share
- "RM" and "sen" : Ringgit Malaysia and sen, respectively
- "Subscription Agreement I" : A subscription agreement dated 11 January 2022 entered into between our Company and Ng Wymin, whereby Ng Wymin will subscribe for 16,000,000 Subscription Shares at an issue price of RM0.1267 per Subscription Share, to be satisfied in full via cash in accordance with the terms and conditions of the subscription agreement
- "Subscription Agreement II" : A subscription agreement dated 11 January 2022 entered into between our Company and Chuah Chong Ewe, whereby Chuah Chong Ewe will subscribe for 81,576,707 Subscription Shares at an issue price of RM0.1267 per Subscription Share, to be satisfied in full via cash in accordance with the terms and conditions of the subscription agreement
- "Subscription Agreement III" : A subscription agreement dated 11 January 2022 entered into between our Company and Datuk Seri Chiau, whereby Datuk Seri Chiau will subscribe for 20,000,000 Subscription Shares at an issue price of RM0.1267 per Subscription Share, to be satisfied in full via cash in accordance with the terms and conditions of the subscription agreement
- "Subscription Agreement IV" : A subscription agreement dated 11 January 2022 entered into between our Company and Teoh Tian Wen, whereby Teoh Tian Wen will subscribe for 17,000,000 Subscription Shares at an issue price of RM0.1267 per Subscription Share, to be satisfied in full via cash in accordance with the terms and conditions of the subscription agreement
- "Subscription Agreement V" : A subscription agreement dated 11 January 2022 entered into between our Company and Ong Khye Siang, whereby Ong Khye Siang will subscribe for 11,222,346 Subscription Shares at an issue price of RM0.1267 per Subscription Share, to be satisfied in full via cash in accordance with the terms and conditions of the subscription agreement
- "Subscription Agreement VI" : A subscription agreement dated 11 January 2022 entered into between our Company and Loo Jia Jia, whereby Loo Jia Jia will subscribe for 12,448,240 Subscription Shares at an issue price of RM0.1267 per Subscription Share, to be satisfied in full via cash in accordance with the terms and conditions of the subscription agreement
- "Subscription Agreement VII" : A subscription agreement dated 11 January 2022 entered into between our Company and Datin Cheah Meow Choong, whereby Datin Cheah Meow Choong will subscribe for 5,000,000 Subscription Shares at an issue price of RM0.1267 per Subscription Share, to be satisfied in full via cash in accordance with the terms and conditions of the subscription agreement

DEFINITIONS (CONT'D)

- "Subscription Agreement VIII" : A subscription agreement dated 11 January 2022 entered into between our Company and Luster Industries Bhd, whereby Luster Industries Bhd will subscribe for 81,576,707 Subscription Shares at an issue price of RM0.1267 per Subscription Share, to be satisfied in full via cash in accordance with the terms and conditions of the subscription agreement
- "Subscription Agreements" : Subscription Agreement I, Subscription Agreement II, Subscription Agreement III, Subscription Agreement IV, Subscription Agreement V, Subscription Agreement VI, Subscription Agreement VII and Subscription Agreement VIII, collectively
- "UOBKH" or the "Adviser" or the "Placement Agent" : UOB Kay Hian Securities (M) Sdn Bhd (Registration No.: 199001003423 (194990-K))
- "VWAP" : Volume weighted average market price

All references to "you" in this Circular is to the shareholders of the Company. All references to "we", "us", "our" and "Aimflex" in this Circular is to the Company.

Unless specifically referred to, words denoting incorporating the singular shall, where applicable include the plural and vice versa and words denoting incorporating the masculine gender shall where applicable, include the feminine and neuter genders and vice versa. Any reference to persons shall include corporations, unless otherwise specified.

Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time of day and date in this Circular shall be a reference to Malaysian time and date, respectively, unless otherwise specified. Any discrepancy in the figures included in this Circular between the amounts stated, actual figures and the totals thereof are due to rounding adjustments.

TABLE OF CONTENTS

	PAGE
EXECUTIVE SUMMARY	v
LETTER TO THE SHAREHOLDERS OF AIMFLEX IN RELATION TO THE PROPOSED SUBSCRIPTION CONTAINING:-	
1. INTRODUCTION	1
2. PROPOSED SUBSCRIPTION	2
3. UTILISATION OF PROCEEDS	10
4. OTHER FUND RAISING EXERCISES IN THE PAST 12 MONTHS	12
5. RATIONALE AND JUSTIFICATIONS FOR THE PROPOSED SUBSCRIPTION	12
6. INDUSTRY OVERVIEW AND OUTLOOK AND FUTURE PROSPECTS OF OUR GROUP	13
7. EFFECTS OF THE PROPOSED SUBSCRIPTION	17
8. HISTORICAL SHARE PRICES	23
9. APPROVALS REQUIRED/ OBTAINED	23
10. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS, CHIEF EXECUTIVE AND/ OR PERSONS CONNECTED TO THEM	24
11. ESTIMATED TIMEFRAME FOR COMPLETION	24
12. PROPOSALS ANNOUNCED BUT PENDING COMPLETION	24
13. DIRECTORS' STATEMENT AND RECOMMENDATION	25
14. EGM	25
15. FURTHER INFORMATION	25
APPENDICES	
I. SALIENT TERMS OF THE SUBSCRIPTION AGREEMENT	26
II. FURTHER INFORMATION	28
NOTICE OF EGM	ENCLOSED
FORM OF PROXY	ENCLOSED

EXECUTIVE SUMMARY

This Executive Summary highlights only the salient information of the Proposed Subscription. You are advised to read this Circular in its entirety for further details of the Proposed Subscription and not to rely solely on this Executive Summary in forming a decision on the Proposed Subscription before voting at the EGM.

Key information	Description	Reference to Circular
Summary of the Proposed Subscription	Our Company is proposing to issue 244,824,000 Subscription Shares, representing approximately 20% of the existing number of issued Aimflex Shares as at the LPD.	Section 2
Rationale and justifications for the Proposed Subscription	<p>(i) Enables Aimflex to raise additional funds without incurring interest costs as compared to conventional bank borrowings;</p> <p>(ii) The Subscription Agreements provides certainty on the Investors and the placement amount to be raised, thereby giving more assurance to the successful completion of the Proposed Subscription and the utilisation of proceeds arising therefrom; and</p> <p>(iii) Provides Aimflex with an expeditious way of raising funds from the capital market as opposed to other forms of fund raising.</p>	Section 5
Conditionality	The Proposed Subscription is not conditional upon any other proposals undertaken or to be undertaken by Aimflex.	Section 9
Approvals required	<p>The Proposed Subscription is subject to the following approvals being obtained:-</p> <p>(i) Bursa Securities, which was obtained on 28 March 2022;</p> <p>(ii) Our shareholders at the forthcoming EGM; and</p> <p>(iii) Any other relevant authority and/ or third parties, if required.</p>	Section 9
Interested parties and any conflict of interest from the Proposed Subscription	<p>(i) Save as disclosed below, none of our Directors, major shareholders, chief executive of Aimflex and/ or persons connected with them have any interest, whether direct or indirect, in the Proposed Subscription:-</p> <p>(a) Chuah Chong Ewe;</p> <p>(b) Chuah Chong San; and</p> <p>(c) Luster Industries Bhd.</p> <p>As such, the Interested Directors have abstained and will continue to abstain from deliberation and voting on the Proposed Subscription at all Board meetings. In addition, the Interested Parties will abstain from voting and will also ensure that any person(s) connected to them will abstain from voting in respect of their direct and/ or indirect shareholdings in the Company, if any, on the resolutions pertaining to their respective proposed subscriptions as well as the proposed subscriptions by any person(s) connected to them under the Proposed Subscription, to be tabled at the EGM.</p> <p>(ii) UOBKH is an independent party, which has no conflicts of interest or potential conflicts of interest arising from its role as the Adviser and Placement Agent for the Proposed Subscription.</p>	Section 10 and Appendix II
Board's recommendation	Our Board (save for the Interested Directors) recommends that you vote in favour of the resolutions pertaining to the Proposed Subscription at the EGM, the details of which are set out in the cover page of this Circular, and the Notice of EGM as enclosed.	Section 13



AIMFLEX BERHAD

Registration No.: 201801011135 (1273151-K)
(Incorporated in Malaysia)

Registered Office

BO3-B-13-1
Level 13 Menara 3A
KL Eco City
No. 3 Jalan Bangsar
59200 Kuala Lumpur

14 April 2022

Board of Directors

Dato' (Dr.) Ts. Awang Daud Bin Awang Putera (*Non-Independent Non-Executive Chairman*)
Tee Sook Sing (*Managing Director*)
Chuah Chong San (*Executive Director*)
Chuah Chong Ewe (*Executive Director*)
Professor Dr. Ruzairi Bin Hj Abdul Rahim (*Independent Non-Executive Director*)
Law Lee Yen (*Independent Non-Executive Director*)
Siti Zaleha Binti Sulaiman (*Independent Non-Executive Director*)

To: Our shareholders

Dear Sir/ Madam,

PROPOSED SUBSCRIPTION

1. INTRODUCTION

On 11 January 2022, UOBKH had, on behalf of our Board, announced that Aimflex had on 11 January 2022, entered into 8 separate conditional share subscription agreements with the Investors, whereby the Investors will subscribe for an aggregate amount of 244,824,000 Shares at the subscription price of RM0.1267 per Subscription Share to be fully satisfied in cash in accordance with the terms and conditions of the respective Subscription Agreements. The Subscription Agreements are not inter-conditional upon each other.

On 28 March 2022, UOBKH had, on behalf of our Board, announced that Bursa Securities had, vide its letter dated 28 March 2022, resolved to approve the listing and quotation for up to 244,824,000 Subscription Shares to be issued pursuant to the Proposed Subscription on the ACE Market of Bursa Securities, subject to the terms and conditions as set out in **Section 9** of this Circular.

THE PURPOSE OF THIS CIRCULAR IS TO PROVIDE YOU WITH THE RELEVANT INFORMATION ON THE PROPOSED SUBSCRIPTION AS WELL AS TO SEEK YOUR APPROVAL FOR THE RESOLUTIONS PERTAINING TO THE PROPOSED SUBSCRIPTION TO BE TABLED AT THE EGM. THE NOTICE OF EGM AND THE FORM OF PROXY ARE ENCLOSED TOGETHER WITH THIS CIRCULAR.

YOU ARE ADVISED TO READ AND CONSIDER CAREFULLY THE CONTENTS OF THIS CIRCULAR TOGETHER WITH THE APPENDICES CONTAINED HEREIN BEFORE VOTING ON THE RESOLUTIONS PERTAINING TO THE PROPOSED SUBSCRIPTION TO BE TABLED AT THE EGM.

2. PROPOSED SUBSCRIPTION

2.1 Details of the Proposed Subscription

The Proposed Subscription entails the Investors, who have been granted the right, to subscribe for an aggregate amount of 244,824,000 Subscription Shares at the subscription price of RM0.1267 per Subscription Share to be fully satisfied in cash in accordance with the terms and conditions of the respective Subscription Agreements.

Please refer to **Appendix I** of this Circular for the salient terms of the Subscription Agreements. Details of the allocation of the Subscription Shares pursuant to the Proposed Subscription are as follows:-

Name of Investors	Subscription Agreements	No. of Shares	RM
Ng Wymin	Subscription Agreement I	16,000,000	2,027,200.00
Chuah Chong Ewe	Subscription Agreement II	81,576,707	10,335,768.78
Datuk Seri Chiau	Subscription Agreement III	20,000,000	2,534,000.00
Teoh Tian Wen	Subscription Agreement IV	17,000,000	2,153,900.00
Ong Khye Siang	Subscription Agreement V	11,222,346	1,421,871.24
Loo Jia Jia	Subscription Agreement VI	12,448,240	1,577,192.00
Datin Cheah Meow Choong	Subscription Agreement VII	5,000,000	633,500.00
Luster Industries Bhd	Subscription Agreement VIII	81,576,707	10,335,768.78
Total		244,824,000	31,019,200.80

As at the LPD, the issued share capital of Aimflex was RM55,345,929.76 comprising 1,224,121,200 Shares. Therefore, the total number of 244,824,000 Subscription Shares represents 20% of the total number of issued Shares as at the LPD.

Upon completion of the Proposed Subscription, the total number of issued Shares will increase from 1,224,121,200 Shares to 1,468,945,200 Shares.

For information purpose, the Proposed Subscription will be implemented in a single tranche.

2.2 Basis and justification for the issue price of the Subscription Shares

2.2.1 Basis for the Subscription Price

The subscription price of RM0.1267 per Subscription Share was arrived at, between Aimflex and the Investors, on a willing-buyer willing-seller basis, and after taking into consideration a discount of not more than 20% to the 5-day VWAP of Aimflex Shares up to and including the LTD of RM0.1583 per Aimflex Share. For information purpose, the Subscription Price represents a discount of approximately 19.96% to the aforesaid 5-day VWAP of Aimflex Shares up to and including the LTD.

Further, our Board (save for the Interested Directors) had also taken into consideration the following historical market prices of Aimflex Shares up to and including the LTD:-

	Share price RM	Discount RM	%
Last closing price as at the LTD	0.1600	0.0333	20.81
5-day VWAP up to and including the LTD	0.1583	0.0316	19.96
1-month VWAP up to and including the LTD	0.1502	0.0235	15.65
3-month VWAP up to and including the LTD	0.1570	0.0303	19.30
6-month VWAP up to and including the LTD	0.1621	0.0354	21.84
12-month VWAP up to and including the LTD	0.2368	0.1101	46.49

(Source: Bloomberg)

Based on the above, the subscription price of RM0.1267 per Subscription Share represents a discount ranging from approximately 15.65% to 46.49% to the 5-day, 1-month, 3-month, 6-month and 12-month VWAP, and the last transacted market price of Aimflex Shares as at the LTD.

2.2.2 Justifications for the Subscription Price

Further, our Board (save for the Interested Directors), in determining the Subscription Price, has also taken into consideration the following justifications:-

- (i) the proceeds to be raised from the Proposed Subscription are sufficient to satisfy Aimflex Group immediate funding requirements as set out in **Section 3** of this Circular;
- (ii) our Board's (save for the Interested Directors) intention to place out the Subscription Shares at a discount of not more than 20.0% to the prevailing market price of Aimflex Shares as mentioned above, which is sufficient to entice the Investors to subscribe for all the Subscription Shares to meet the funding requirements of Aimflex Group; and
- (iii) Notwithstanding that the Subscription Price was issued at a discount to the prevailing Aimflex Share prices, the Subscription Price represents a PE of 32.79 times based on the implied market capitalisation of Aimflex as at the LPD of RM155.10 million (calculated based on the 1,224,121,200 Aimflex Shares in issue as at the LPD multiplied with the Subscription Price of RM0.1267) against the cumulative unaudited PAT of RM4.73 million based on Aimflex's latest unaudited consolidated financial results for the past four financial quarters as at the LPD (i.e. the unaudited 12-month FPE 31 December 2021). For shareholders' information, the Subscription Price also represents a PE of 20.35 times based on the implied market capitalisation of Aimflex as at the LPD of RM155.10 million against Aimflex's latest audited PAT of RM7.62 million for the FYE 31 December 2020.

To further justify the reasonableness of the Subscription Price, peer analysis has been carried out to benchmark the PE multiple of 32.79 times (implied by the Subscription Price and based on the cumulative unaudited PAT of Aimflex's latest unaudited consolidated financial results for the past four financial quarters) against the PE multiples of listed comparable companies in similar industry and/ or business activities as Aimflex. For clarification, the PE multiple based on the latest unaudited consolidated financial results for the past four financial quarters of Aimflex was used to justify the reasonableness of the Subscription Price, as it represents the latest available financial results and provides an up-to-date valuation of Aimflex implied by the Subscription Price.

The comparable companies were selected mainly with reference to the substantial similarity of their business activities to Aimflex Group, particularly those involved in the designing and manufacturing of automated machines, equipment and systems industry that are currently listed on Bursa Securities. However, there are no public listed companies in Malaysia which are identical to Aimflex Group in respect of, amongst others, the principal activities of manufacturing and modification of automation machines and fabrication of precision parts and metal panels as well as distribution of statistical analysis software, wireless communication devices and robotic arms, the composition of business activities, geographical markets, scale of business operations and financial position.

As such, it should be noted that the PE multiples of the comparable companies were carried out on a best effort basis, purely to provide an indicative benchmark for the Subscription Price.

THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK

The PE multiples of the comparable companies are set out below:-

Company	Principal activities	Market Capitalisation* ¹ RM'000	Latest audited PAT* ² RM'000	Trailing twelve months unaudited PAT* ³ RM'000	PE multiples	
					Based on latest audited PAT* ⁴ (times)	Based on trailing twelve months unaudited PAT* ⁵ <u>(times)</u>
Greatech Technology Berhad	Designing and manufacturing of single automated equipment, production line system and provision of related components and engineering services	4,144,567	87,846	141,751	47.18	29.24
Pentamaster Corporation Berhad	Designing, development, manufacturing of standard and non-standard automated equipment and installation of integrated automated manufacturing solutions	2,283,328	70,886	72,669	32.21	31.42
Genetec Technology Berhad	Designing and building of smart automation systems, customised factory automated equipment and integrated systems from conceptual design, development of prototype to mass replication of equipment	1,309,367	- ⁶	37,089	- ⁶	35.30
Mi Technovation Berhad	i. manufacturing and sales of equipment and machines for the semiconductor industry, together with the provision of maintenance services and technical support for these machines, as well as the sale of related spare parts and components; and ii. manufacturing and sales of factory automation systems, robotics systems and related modules in relation to Industry 4.0 with artificial intelligence.	1,575,000	54,008	61,814	29.16	25.48
				Low	29.16	25.48
				High	47.18	35.30
				Average	36.18	30.36
				<u>Aimflex (based on the Subscription Price)</u>	20.35	32.79

(Source: Bloomberg and the latest audited as well as unaudited financial statements of the respective companies)

Notes:-

- ^{*1} *The market capitalisation of the comparable companies was calculated based on the last traded price as at the LPD multiplied with the total number of outstanding shares of the respective comparable companies as at the LPD*
- ^{*2} *The audited net profit attributable to shareholders of the comparable companies based on their respective latest audited financial statements as at the LPD*
- ^{*3} *The cumulative unaudited net profit of the comparable companies based on their respective latest unaudited consolidated financial results for the past four financial quarters as at the LPD*
- ^{*4} *PE multiple based on latest audited PAT is computed based on the market capitalisation of the comparable companies as at the LPD over the respective latest audited PAT of the comparable companies as at the LPD*
- ^{*5} *PE multiple based on trailing twelve months unaudited PAT is computed based on the market capitalisation of the comparable companies as at the LPD over the cumulative unaudited net profit of the comparable companies based on their respective latest unaudited consolidated financial results for the past four financial quarters as at the LPD*
- ^{*6} *Genetec Technology Berhad had recorded LAT for its latest audited FYE 31 March 2021*

As mentioned above, our Board (save for the Interested Directors) had used the PE multiples based on trailing twelve months unaudited PAT to justify the reasonableness of the Subscription Price, as it represents the latest available financial results and provides up-to-date valuations. The PE multiple of Aimflex implied by the Subscription Price and based on trailing twelve months unaudited PAT of 32.79 times falls within the range of the PE multiples based on trailing twelve months unaudited PAT accorded to the comparable companies of 25.48 and 35.30 times and is higher than the simple average of the PE multiples based on trailing twelve months unaudited PAT accorded to the comparable companies of 30.36 times.

Based on the above, our Board (save for the Interested Directors) deems the Subscription Price as reasonable and justifiable.

THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK

2.3 Ranking of the Subscription Shares

The Subscription Shares will, upon allotment and issuance, rank equally in all respects with the then existing Aimflex Shares, save and except that the Subscription Shares will not be entitled to any dividends, rights, allotments and/ or any other forms of distribution that may be declared, made or paid for which the entitlement date precedes the date of allotment and issuance of the Subscription Shares.

2.4 Listing and quotation for the Subscription Shares

The Subscription Shares to be issued will be listed on the ACE Market of Bursa Securities. Approval for the listing and quotation for the Subscription Shares on the ACE Market of Bursa Securities have been obtained via Bursa Securities' approval letter dated 28 March 2022.

2.5 Information on the Investors

- (i) **Ng Wymin**, age 58, is a lawyer with approximately 30 years of experience and currently the Managing Partner of Messrs Ho, Loke & Koh and has experience handling legal matters relating to property conveyancing, banking and finance as well as wills, probate, trusts and estate administration. He is also experienced in the corporate legal sector including commercial and corporate transactions/ disputes.

Ng Wymin is also a director and shareholder of SCP Parking Sdn Bhd and its subsidiaries, which owns car parks as its investment assets and is also a property developer of projects around the Klang valley and Kota Kinabalu.

- (ii) **Chuah Chong Ewe**, age 55, is the Executive Director of Luster. He graduated with a Bachelor's Degree in LLB (Hons) from the University of Malaya in 1992 and was admitted to the Malaysian Bar Council in 1993. He has approximately 20 years of experience in legal practice with experience in corporate, conveyancing and litigation matters.

He commenced his career in 1993 as advocate and solicitor at Murad & Foo before leaving in 1995 to join as advocate and solicitor at Syarikat Ng & Anuar. In 2005, he left Syarikat Ng & Anuar, ceasing his practice as advocate and solicitor, to join Seal Incorporated Berhad as an Advisor before being promoted as the Group Chief Executive Officer in 2012. In 2014, he left Seal Incorporated Berhad and in 2015, he joined Pentamaster Corporation Berhad as its Chief Executive Officer (a position he held until 2020) and Executive Director (a position he held until 2021) before leaving Pentamaster Corporation Berhad in 2021. In 2018, he joined Luster and was appointed as Executive Director of Luster, a position he holds until today.

Chuah Chong Ewe is also the Executive Director of Aimflex.

- (iii) **Datuk Seri Chiau**, age 61, was appointed to Chin Hin Group Bhd on 23 January 2015 as Deputy Group Executive Chairman and redesignated as Executive Chairman on 1 October 2020. He is responsible for the overall strategy and business direction of Chin Hin Group Bhd where he reviews all major investments and major capital expenditure as well as financing proposals and recommends it to the board of directors of Chin Hin Group Bhd. He is not actively involved in the daily operational matters of Chin Hin Group Bhd.

Datuk Seri Chiau took over his father's business and ventured into trading building materials and cement transportation under the name of Chop Chin Hin in March 1994. In February 1995, he started a cement distributor trading company named Syarikat Perniagaan dan Pengangkutan Chin Hin Sdn Bhd which is now known as PP Chin Hin Sdn Bhd. Over the years, he has played an instrumental role in the growth of Chin Hin Group Bhd, expanding the business to a group of companies with an expansive network of branch offices and factories throughout Peninsular Malaysia. He also holds directorship in Chin Hin Group Property Berhad.

- (iv) **Teoh Tian Wen**, age 62, is the Executive Chairman of Central Kedah Plywood Factory group of companies since 2007. He was first appointed to the board of directors of Central Kedah Plywood Factory Sdn Bhd since 1990.

Teoh Tian Wen graduated with a Bachelor's Degree (Science) in Actuarial Science from the London School of Economics, University of London in 1982. Upon his graduation from the University of London, he joined Nanyang Insurance Company, which is a general insurance company. In 1984, he left Nanyang Insurance Company and joined Global Insurance Company Berhad as a special assistant and was promoted to Managing Director. In 1989, he left Global Insurance Company Berhad and joined his family business, namely Central Kedah Plywood Factory Sdn Bhd, a company mainly involved in plywood manufacturing, oil palm plantations and property investment.

- (v) **Ong Khye Siang**, age 42, graduated from Universiti Teknologi Malaysia in 2002 with a degree in Electrical Engineering. He started his career in Sony Malaysia as a design engineer. He is currently working as Engineering Manager in Motorola Solutions and had been with Motorola for approximately 18 years.

- (vi) **Loo Jia Jia**, age 30, graduated with a Bachelor's Degree in International Business Management from Staffordshire University, United Kingdom in 2014. She started her career with Pioneer Electronics Asia Centre Pte Ltd, Singapore as a procurement admin executive. She is currently working as an administrative officer at GS Brick Sdn Bhd.

- (vii) **Datin Cheah Meow Choong**, age 65, started her career as a teacher in government schools in 1980 until 1997. In 1997, she joined Cahaya Klang Construction Sdn Bhd as Personal Assistant and was subsequently promoted as General Manager until 2001. In 2002, she joined Hwang-DBS Investment Bank Berhad as a Commissioned Dealers' Representative until 2005. In 2008, she joined SAM Technology Sdn Bhd as Administrator and Director, a position that she is currently holding.

- (viii) **Luster** is a public limited liability company, incorporated on 19 September 1986 and domiciled in Malaysia and listed on the Main Market of Bursa Securities. Luster is an investment holding company and through its subsidiaries, it is principally engaged in the manufacturing of plastic parts and products, property development and construction, gaming and leisure as well as the manufacturing, sale and distribution of gloves.

For information purpose, a summary of the contribution from Luster's business segments to the overall revenue of Luster and its subsidiaries for the latest audited FYE 30 December 2020 and the latest unaudited 12-month FPE 31 December 2021 are as follows:-

	<----- Audited -----> FYE 31 December 2020		<-----Unaudited-----> 12-month FPE 31 December 2021	
	RM'000	%	RM'000	%
Revenue	183,471	100.00	158,333	100.00
Manufacturing segment	126,324	68.85	128,342	81.06
Construction and property development segment	52,340	28.53	19,069	12.04
Gaming and leisure segment	4,807	2.62	4,372	2.76
Glove and healthcare segment	-	-	6,550	4.14

Luster is also a substantial shareholder of Aimflex as at the LPD, holding 100,000,000 Aimflex Shares which represents 8.17% direct equity interest in Aimflex.

As at the LPD, Luster has an issued share capital of RM299,315,451.77 comprising 2,893,075,612 ordinary shares in Luster. The directors of Luster as well as their respective direct and indirect shareholdings in Luster are set out below:-

Directors	Designation	<-----Direct----->		<-----Indirect----->	
		No. of shares	%	No. of shares	%
Liang Wooi Gee	Deputy Managing Director	64,272,857	2.22	400 ^{*2}	^{*1}
Chuah Chong Ewe	Executive Director	201,545,000	6.97	97,550,000 ^{*3}	3.37
Phuah Cheng Peng	Executive Director	224,114,500	7.75	500,000 ^{*2}	0.02
Wee Song He, Wilson	Executive Director	64,926,220	2.24	-	-
Mohamed Shukri Bin Mohamed Zain	Independent Non-Executive Director	100,000	^{*1}	-	-
Chuah Chong San	Alternate Director	41,700,000	1.44	-	-
Dato' Yew Tian Tek	Independent Non-Executive Director	-	-	2,000,000 ^{*2}	0.07

Notes:-

^{*1} Negligible

^{*2} Deemed interested by virtue of the interest of his spouse in Luster pursuant to Section 59(11)(c) of the Companies Act 2016

^{*3} Deemed interested by virtue of his shareholdings in Triumphant View Sdn Bhd pursuant to Section 8 of the Companies Act 2016

The substantial shareholders of Luster as well as their respective direct and indirect shareholdings in Luster are set out below:-

Substantial shareholders	<-----Direct----->		<-----Indirect----->	
	No. of shares	%	No. of shares	%
Chuah Chong Ewe	201,545,000	6.97	97,550,000 ^{*1}	3.37
Phuah Cheng Peng	224,114,500	7.75	500,000 ^{*2}	0.02

Notes:-

^{*1} Deemed interested by virtue of his shareholdings in Triumphant View Sdn Bhd pursuant to Section 8 of the Companies Act 2016

^{*2} Deemed interested by virtue of the interest of his spouse in Luster pursuant to Section 59(1)(c) of the Companies Act 2016

The Investors have confirmed that they have sufficient financial resources to subscribe for their respective Subscription Shares pursuant to the Subscription Agreements and such confirmations have been verified by UOBKH, being the Adviser and Placement Agent for the Proposed Subscription.

3. UTILISATION OF PROCEEDS

The Subscription Price of the Subscription Shares issued to the Investors has been fixed at RM0.1267 per Subscription Share, raising gross proceeds of approximately RM31.02 million. The proceeds are intended to be utilised by Aimflex Group in the manner as set out below and in the event the actual proceeds raised from the Proposed Subscription is less than RM31.02 million, the proceeds will be allocated on a percentage basis as indicated below:-

Details of utilisation	Timeframe for utilisation from completion of Proposed Subscription		
		%	RM'000
Business/ investment opportunities ^{*1}	Within 24 months	19.34	6,000
Working capital ^{*2}	Within 24 months	80.15	24,862
Estimated expenses ^{*3}	Upon completion	0.51	157
Total		100.00	31,019

Notes:-

^{*1} Aimflex Group is principally involved in the 2 following business segments:-

(i) manufacturing and modification of automation machines and fabrication of precision parts and metal panels; and

(ii) distribution of statistical analysis software, wireless communication devices and robotic arms.

Our Group intends to expand the abovementioned business segments by focusing on the following areas, including, amongst others, electrical & electronic manufacturing process automation, Industry Revolution 4.0 introduction with data and artificial intelligence driven manufacturing, assembly process automation and digitalization of business. In accordance with the introduction of Industry 4.0 in Malaysia, our Group expects the demand for automation machines, hardware, software and precision parts to increase in order for Malaysia to embrace the digital revolution. Hence, our Board believes the expansion of our Group's existing business will allow it to capture a part of the growing demand for automation machines, hardware, software and precision parts.

Premised on the above, our Group intends to pursue suitable and viable business/ investment opportunities in our Group's existing business to grow said business. Our Group is considering business/ investment opportunities, which may include, amongst others, potential mergers and/ or acquisitions of companies in similar or complementary technology businesses, such as automation and robotics manufacturing as well as big data analytics.

At this juncture, our Board has received two business/ investment proposals and is currently evaluating said proposals as well as negotiating with the respective counter-parties and has yet to finalise the terms of any such business/ investment opportunity. In this regard, our Group has allocated up to approximately RM6.00 million of the proceeds to be raised from the Proposed Subscription for potential business/ investment opportunities. Barring any unforeseen circumstances, our Group anticipates that the evaluation of the said proposals will be completed by the fourth quarter of 2022.

Our Group shall make the requisite announcements and/ or shall seek shareholders' approval in accordance with the Listing Requirements as and when new investment(s) are identified and the terms of negotiations are finalised. However, in the event our Group is unable to identify any suitable and viable investment opportunities within the permitted timeframe, the proceeds earmarked for business/ investment opportunities will continue to be placed as deposits with licensed financial institutions or short-term money market instruments, until such time when the management is able to identify a suitable and viable investment opportunity. Any interest income earned from such deposits or any gains arising from instruments will be used to fund the working capital of our Group, of which the exact breakdown and details has yet to be determined as it is subject to our Group's operational requirements at the time of utilisation and as such can only be determined at a later stage.

In the event of any variation in the actual amount to be utilised for the abovementioned investment opportunities, such variation will be adjusted in the proceeds earmarked for working capital and vice versa. For avoidance of doubt, any costs relating to the abovementioned investment opportunities that are not funded by the Proposed Subscription will be financed via internally generated funds and/ or bank borrowings, the exact breakdown of which has yet to be determined at this juncture.

² Our Board has earmarked up to approximately RM24.86 million to fund the working capital requirements of our Group's existing business segments in tandem with the expected growth of said segments. An indicative breakdown of the working capital expenses are as follows:-

Working capital requirements	Indicative percentage allocation (%)
Expenses for workforce (which include, amongst others, workforce salaries and staff related costs such as allowances, bonuses and employee insurance) and other administrative, marketing and miscellaneous expenses of our Group (which include, amongst others, participation fees for exhibitions, printing of marketing materials, travelling and accommodation costs, research and development expenditure)	30.0
Procurement of plant, machinery and raw materials which include, amongst others, electrical & electronic components, industrial computers, automation parts, stainless steel, rods and bars	70.0
Total	100.0

The actual utilisation for working capital is subject to our Group's operational requirements at the time of utilisation and as such can only be determined at a later stage. Accordingly, our Board shall have the discretion to reallocate funds amongst the above working capital requirements, depending on our Group's working capital requirements at the time of utilisation. Any balance/ shortfall required to fund the working capital requirements will be financed through our Group's internally generated funds and/ or bank borrowings, the exact breakdown of which has yet to be determined.

³ The proceeds earmarked for estimated expenses in relation to the Proposed Subscription will be utilised as set out below:-

	RM'000
Professional fees	100
Regulatory fees	27
Other incidental expenses in relation to the Proposed Subscription	30
Total	157

Any variation in the actual amount of the expenses will be adjusted in the portion of the proceeds to be utilised for working capital of our Group.

Pending utilisation of the proceeds from the Proposed Subscription for the above purposes, the proceeds will be placed as deposits with licensed financial institutions or short-term money market instruments. The interests derived from the deposits with financial institutions or any gains arising from the short-term money market instruments will be used as general working capital of our Group, the exact breakdown and details of which has yet to be determined.

4. OTHER FUND RAISING EXERCISES IN THE PAST 12 MONTHS

Our Company has not undertaken any other fund raising exercises in the 12 months prior to the date of this Circular.

5. RATIONALE AND JUSTIFICATIONS FOR THE PROPOSED SUBSCRIPTION

Aimflex Group is principally involved in the 2 following business segments:-

- (i) manufacturing and modification of automation machines and fabrication of precision parts and metal panels; and
- (ii) distribution of statistical analysis software, wireless communication devices and robotic arms.

Our Group's manufacturing segment has been our main revenue contributor, contributing 85.64% and 84.71% of our Group's total revenue for the latest audited FYE 31 December 2020 and the latest unaudited 12-month FPE 31 December 2021, respectively.

As set out in **Section 6.2** of this Circular, demand for automation and digitalization exports continue to increase post-pandemic to modernize Malaysia's manufacturing sector and driven by industry trends, including Industry 4.0 and the Industrial Internet of Things, machinery & equipment companies are currently improving their production processes by adopting Industry 4.0 technologies to increase the level of automation, connectivity, and Big Data Analytics required in a smart factory environment. Premised on the foregoing, our Board is focused on the expansion of our existing business segments in anticipation of future growth in demand for our products, namely automation machines, hardware, precision parts, statistical analysis software, wireless communication devices and robotic arms.

At this juncture, our Board is evaluating business/ investment opportunities to grow our existing business including, amongst others, acquiring companies in similar or complementary technology businesses, such as automation and robotics manufacturing as well as big data analytics. The potential business/ investment opportunities and the anticipated increase in working capital requirements of our Group arising from undertaking such business/ investment opportunities have created funding requirements for our Group as set out in **Section 3** of this Circular.

Upon evaluating the funding requirements of our Group, our Board is of the view that capital fund raising via Proposed Subscription will provide our Group with necessary funding to finance the said business/ investment opportunities being considered. In addition, by raising funds for our Group's working capital via the Proposed Subscription, without relying solely on internally generated funds and/ or bank borrowings, our Group will be provided flexibility in respect of financial allocations for our operational requirements. Such financial flexibility may allow our Group to carry out operations in a more timely and efficient manner.

Further, the Subscription Agreements provides certainty on the Investors (who have been identified upfront) and the placement amount to be raised, thereby giving more assurance to the successful completion of the Proposed Subscription and the utilisation of proceeds arising therefrom for the intended purposes.

Our Board is of the view that the Proposed Subscription is a comparatively expedient and efficient avenue to raise the required quantum of funds as opposed to other forms of equity fund raising such as rights issue exercise, as the Investors and the Subscription Price have been determined upfront, and the Investors are required to pay the placement funds within 5 market days after the date that the Subscription Agreement becomes unconditional, i.e. the date of the EGM. With the fresh capital injection from the Proposed Subscription, our Group may retain an adequate cash level and flexibility in respect of financial allocations for operational requirements and short term obligations and liabilities, without requiring the internally generated funds of our Group to finance the intended purposes as set out in **Section 3** of this Circular.

The Proposed Subscription also enables our Group to raise additional funds without incurring debt repayment obligation and interest expenses as compared to conventional bank borrowings which allows our Group to preserve cash flow for operational purposes.

6. INDUSTRY OVERVIEW AND OUTLOOK AND FUTURE PROSPECTS OF OUR GROUP

6.1 Overview and outlook for the Malaysian economy

The Malaysian economy registered a positive growth of 3.6% in the fourth quarter of 2021 (3Q 2021: -4.5%) (2020: -5.6%) (2021: 3.1%). Growth was supported mainly by an improvement in domestic demand as economic activity normalised following the easing of containment measures under the National Recovery Plan. The improvement also reflected recovery in the labour market as well as continued policy support. In addition, strong external demand amid the continued upcycle in global technology provided a further lift to growth. On the supply side, all economic sectors recorded improvements in growth, led by the services and manufacturing sectors. On the demand side, growth was driven by higher consumption and trade activity. On a quarter-on-quarter seasonally adjusted basis, the economy registered an increase of 6.6% (3Q 2021: -3.6%).

Domestic demand grew by 2.3% (3Q 2021: -4.1%) in the fourth quarter of 2021. This was driven by the improvement in private sector expenditure following the loosening of restrictions. On the external front, net exports expanded by 2.6% (3Q 2021: -37.5%) due to higher export growth amid strong external demand.

Private consumption growth turned around to register a positive growth of 3.7% (3Q 2021: -4.2%). The turnaround was mainly supported by the relaxation of containment measures. In particular, spending on discretionary items such as restaurants and hotels as well as recreational services rebounded during the quarter. Labour market conditions also improved during the same period, as evidenced by stronger employment and wage growth. Furthermore, various policy measures provided additional support to consumer spending.

Private investment contracted at a slower pace of 3.0% (3Q 2021: -4.8%), supported mainly by higher capital spending on transport and ICT equipment, particularly by firms in the export-oriented sectors. Furthermore, investments in structures also registered a smaller contraction, in line with the construction sector's performance.

Public investment registered a smaller decline of 3.8% (3Q 2021: -28.9%), supported by improvement in capital spending by the General Government and public corporations.

(Source: Developments in the Malaysian Economy, Economic and Financial Developments in the Malaysian Economy in the Fourth Quarter of 2021, Bank Negara Malaysia)

The Malaysian economy expanded by 7.1% in the first half of 2021. Growth is expected to continue in the second half of the year, particularly in the fourth quarter, as more economic and social sectors operate at full capacity. The expected growth trajectory aligns with the successful vaccination programme under the National COVID-19 Immunisation Programme ("**PICK**") and various stimulus and assistance packages to support the people and revitalise the economy. Overall economic growth is expected to expand between 3% and 4% in 2021. Continuation of the packages to combat the COVID-19 will have spillover effects and boost the economy in 2022. Hence, with strong economic fundamentals and a diversified structure, the domestic economy is forecast to expand between 5.5% and 6.5% in 2022. Nevertheless, the favourable outlook is predicated on other factors, including the successful containment of the pandemic, effective PICK implementation, and strong global economic prospects.

Against the backdrop of global uncertainties amid the COVID-19 outbreak, domestic demand remains resilient and continue to spearhead growth. After registering a contraction of 5.8% in 2020, domestic demand is projected to rebound to 3.1% in 2021, with private and public sectors' expenditure increasing by 3.5% and 1.6%, respectively. The recovery is driven by robust domestic demand performance in the first half of 2021, which expanded by 5% following low base effect in 2020 due to strict containment measures to curb the COVID-19 pandemic. The ongoing stimulus packages and economic assistance, such as Perlindungan Ekonomi dan Rakyat Malaysia (PERMAI), Strategic Programme to Empower the People and Economy ("**PEMERKASA**"), PEMERKASA Plus (PEMERKASA+) and PEMULIH, the gradual reopening of economic sectors and the recovery in external demand are expected to provide a lift to consumer and business sentiments.

Private consumption remained as the significant growth determinant and increased by 4.3% during the first half of 2021 attributable to improvements in disposable income arising from the gradual recovery in the labour market condition, accommodative interest rates, favourable commodity prices as well as ongoing economic stimulus packages and assistance. In the second half of the year, private consumption is projected to increase by 3.9%, following the gradual reopening of economic sectors. Overall, private consumption in 2021 is expected to expand by 4.1% supported mainly by the continued assistance and stimulus measures, such as wage subsidies, BPR, targeted moratorium, Special COVID-19 Assistance as well as i-Sinar and i-Citra assistance. As at 19 August 2021, RM20.2 billion has been approved for 4.9 million applicants for i-Citra, and RM58.4 billion has been disbursed for 6.6 million applicants for i-Sinar. Furthermore, as at 24 September 2021, RM14.3 billion has been disbursed for the wage subsidy programme, which has benefitted about 3.3 million employees.

(Source: Economic Outlook 2022, Ministry of Finance Malaysia)

6.2 Overview and outlook for the manufacturing industry in Malaysia

Growth in the manufacturing sector recorded a marked improvement of 9.1% in the fourth quarter of 2021 (3Q 2021: 0.8%) (2020: -2.6%) (2021: 9.5%) which was driven by continued strength in export oriented industries such as electrical and electronics ("**E&E**") and primary related clusters, and recovery in domestic oriented industries such as consumer and construction-related clusters. Robust demand for E&E products persisted throughout the quarter in line with the continued tech upcycle. Meanwhile, growth in the primary-related cluster was supported by continued demand for refined petroleum, chemical and plastic products. On the domestic front, the relaxation of containment measures and increased consumer confidence amid strong vaccination progress facilitated a recovery in demand for consumer products such as food, clothing and vehicles.

(Source: Developments in the Malaysian Economy, Economic and Financial Developments in the Malaysian Economy in the Fourth Quarter of 2021, Bank Negara Malaysia)

The manufacturing sector rebounded by 15.8% in the first half of 2021, supported by positive growth in all subsectors. The growth momentum is expected to continue in the second half with an expansion rate of 1.5%, mainly driven by the export-oriented industries. The main subsectors which will significantly contribute to the industries are electrical, electronics and optical products as well as petroleum, chemical, rubber and plastic products.

For 2021, the sector is expected to post a sturdy growth of 8.1% attributed to both the export- and domestic-oriented industries. Within the export-oriented industries, the E&E segment is projected to improve, following higher demand for semiconductor items, which is reflected by the rising sales across the range of chip products. In addition, the rubber and textiles segments are anticipated to expand, following increasing demand for rubber gloves and personal protective equipment amid the prolonged COVID-19 pandemic. Similarly, within the domestic-oriented industries, the basic pharmaceuticals and medicinal chemical products, and food products segments are projected to increase in line with the economic expansion.

The manufacturing sector is expected to expand by 4.7% in 2022, attributed to the steady performance of both export- and domestic-oriented industries. As one of the key players in the world semiconductor trade, the stronger global demand for E&E products will continue to provide the impetus for Malaysia's manufacturing sector. Stricter global healthcare regulations and increasing hygiene awareness will help in boosting production in the rubber and chemical related segments. Concurrently, the anticipation of more vibrant industrial and construction activities as well as higher demand for household-related products are expected to give an additional boost to the sector.

(Source: Macroeconomic Outlook, Economic Outlook 2022, Ministry of Finance Malaysia)

Equipment and Machinery

Demand for automation and digitalization exports continue to increase post-pandemic to modernize and standardize Malaysia's manufacturing sector including global supply chain suppliers. Malaysia's second tier manufacturers, component manufacturers, and service providers are being incentivized by the Government of Malaysia to increase digital integration including automation to stay competitive in the region.

Over the decades, Malaysia has consolidated and improved its E&E sector, but the country has not been able to evolve into a manufacturer of complete equipment. Instead, industry stakeholders have created niches for themselves as either a manufacturer of components or as Original Equipment Manufacturers.

The following groups of export products represent the highest dollar value in Malaysian global shipments in 2020. Also shown is the percentage share each export category represents in terms of overall exports from Malaysia.

Malaysia's top 10 exports accounted for almost 81.2 percent of the overall value of its global shipments. This data highlights the opportunity for the Machinery & Equipment ("M&E") industry as an area for growth and development, with a focus on high value-added M&E.

Description	Value (US\$'billion)	Total export (%)
Electrical machinery and equipment	86.6	37.0
Mineral fuels including oil	26.5	11.3
Machinery, equipment and parts	20.2	8.6
Animal/vegetable fats oils waxes	13.5	5.8
Optical technical medical apparatus	11.2	4.8
Plastic and plastic articles	10.9	4.6
Rubber products	11.2	4.8
Iron and steel	5.2	2.2
Other chemical goods	4.0	1.7
Aluminium	3.8	1.6

There are currently 1,418 companies of all sizes in the M&E industry across multiple fields, including power generation, metalworking, specialized-process M&E for specific industries, general industrial M&E, modules and industrial parts, and remanufacturing of M&E. These fields include 197 companies involved in the production of semiconductor M&E and 143 companies involved in robotics and factory automation systems. Malaysia is the leading manufacturer of specialized-process machinery for the E&E industry and automation equipment in the Southeast Asia region.

Driven by industry trends, including Industry 4.0 and the Industrial Internet of Things, M&E companies are currently improving their production processes. These companies are adopting vital Industry 4.0 technologies to increase the level of automation, connectivity, and Big Data Analytics required in a smart factory environment. This trend includes connecting cyber and physical systems via an Enterprise Resource Planning system as well as employing remote monitoring, machine-to-machine communication, and fully robotic, automated assembly lines in their production floors.

(Source: Malaysia Equipment and Machinery November 2021, International Trade Administration)

6.3 Future prospects of our Group

Aimflex Group is principally involved in the 2 following business segments:-

- (i) manufacturing and modification of automation machines and fabrication of precision parts and metal panels; and
- (ii) distribution of statistical analysis software, wireless communication devices and robotic arms.

Our Board takes cognisance that the effects of COVID-19 pandemic are still prevalent in the Malaysian economy and the manufacturing industry. There is no assurance that a resurgence of COVID-19 cases and/ or the emergence of new COVID-19 variants will not adversely impact the manufacturing industry in Malaysia and in turn, our Group's operations and financial position. Since the commencement of the first movement control order ("**MCO**") up to the LPD, our Group's operations were affected by limitations on workforce capacity as well as travel restrictions which affected our marketing activities. We adhered to strict Standard Operating Procedures ("**SOPs**") in place, which includes temperature monitoring for all employees and visitors, ensuring physical distancing during work, and the purchase of personal protective equipment.

On 12 January 2021, our Board had announced that employees from our subsidiary companies had tested positive for COVID-19, namely 4 local engineers from Aimflex Systems Sdn. Bhd. and a total of 7 foreign employees, 4 from Aimflex Engineering Sdn. Bhd. ("**AESB**") and 3 from Aimflex Metal Sdn. Bhd. ("**AMSB**"). In response, Ministry of Health of Malaysia ("**MOH**") had been notified and our Company had identified close contacts of the affected employees for immediate swab test as well as to ensure that the affected employees were provided proper medical care and placed under self-quarantine. AESB and AMSB had imposed a halt in production activities as a precautionary and preventive measure. On 19 January 2021, our Board had announced that they had obtained an approval granted by MOH and the production activities of AESB and AMSB had resumed usual operations while complying with stringent SOPs imposed by the Government of Malaysia. In addition, to mitigate the potential impact of COVID-19 on our Group's operations, we had encouraged our employees to work from home where possible. For shareholders' information, our Group has incurred total costs of approximately RM0.51 million as at the LPD, to comply with the SOPs imposed by the Malaysian Government. The costs incurred represent approximately 0.76% of our Group's revenue of RM66.97 million for the latest audited FYE 31 December 2020. Nevertheless, the outbreak of COVID-19 is an event of force majeure that is beyond the control of our Group. There is no assurance that the continuation of the COVID-19 outbreak will not continue to have an adverse impact on the market conditions and/ or industry of our Group as well as the progress of our projects and business operations.

Notwithstanding the above, our Board is in anticipation of a gradual recovery of the Malaysian economy and manufacturing industry, supported by the nationwide COVID-19 vaccination programme and ongoing stimulus packages and economic assistance, such as Perlindungan Ekonomi dan Rakyat Malaysia (PERMAI) and PEMERKASA, and as more economic and social sectors resume operations at full capacity as set out in **Sections 6.1** and **6.2** of this Circular.

At present, Aimflex Group is focused on expanding our existing business segments, by focusing on the following areas, including, amongst others, electrical & electronic manufacturing process automation, Industry Revolution 4.0 introduction with data and artificial intelligence driven manufacturing, assembly process automation and digitalization of business. We will continue to focus our resources on developing products and technologies that are aligned with the Industrial Revolution 4.0, such as robotics, big data and machine vision.

In line with the above and as set out in **Section 3** of this Circular, our Group is undertaking the Proposed Subscription to raise the necessary funds for potential business/ investment opportunities and working capital requirements for growing our Group's existing business without relying solely on internally generated funds and/ or bank borrowings, which will allow our Group flexibility in respect of financial allocations for operational requirements. Such financial flexibility may allow our Group to carry out operations in a more timely and efficient manner.

Barring any unforeseen circumstances and premised on the above as well as the relevant economy and industry outlook, our Board is optimistic of our Group's future prospects and is of the view that the Proposed Subscription is the most appropriate avenue of fund raising at this juncture to address our Group's immediate financing needs.

(Source: Management of Aimflex)

7. EFFECTS OF THE PROPOSED SUBSCRIPTION

For information purpose, our Company had established an ESOS and the maximum number of new Aimflex Shares to be issued pursuant to the exercise of the ESOS options shall not in aggregate exceed 15% of the total issued Shares during the duration of the ESOS.

As at the LPD, there are 37,572,600 outstanding ESOS options, of which 8,671,000 ESOS options are fully vested and exercisable at the exercise price of RM0.2139 per ESOS option. For shareholders' information, 15,572,600 and 13,329,000 of the remaining outstanding ESOS options will only be vested and exercisable effective from 29 December 2022 and 1 September 2023, respectively.

For illustrative purposes, the effects of the Proposed Subscription shall be illustrated based on the following 2 scenarios:-

- Minimum Scenario** : Assuming none of the 8,671,000 vested outstanding ESOS options are exercised prior to the implementation of the Proposed Subscription.
- Maximum Scenario** : Assuming all of the 8,671,000 vested outstanding ESOS options are exercised prior to the implementation of the Proposed Subscription.

7.1 Issued share capital

The pro forma effects of the Proposed Subscription on the issued share capital of our Company are set out below:-

	Minimum Scenario		Maximum Scenario	
	No. of Shares	RM	No. of Shares	RM'000
Issued share capital as at the LPD	1,224,121,200	55,345,930	1,224,121,200	55,345,930
Assuming full exercise of vested outstanding ESOS options	-	-	8,671,000 ^{*1}	2,720,960 ^{*1}
No. of Subscription Shares to be issued pursuant to the Proposed Subscription	244,824,000	31,019,201 ^{*2}	244,824,000	31,019,201 ^{*2}
Enlarged issued share capital	1,468,945,200	86,365,131	1,477,616,200	89,086,091

Notes:-

^{*1} Assuming all vested outstanding ESOS options are exercised at the exercise price of RM0.2139 per ESOS option and the reversal of share option reserve amounting to approximately RM0.87 million to the share capital in relation to the exercise of 8,671,000 ESOS options

^{*2} Based on the Subscription Price of RM0.1267 per Subscription Share for the 244,824,000 Subscription Shares to be issued in accordance with the terms and conditions of the Subscription Agreements

7.2 NA per Share and gearing level

Based on the latest audited financial consolidated statements for the FYE 31 December 2020, the pro forma effects of the Proposed Subscription on the NA per Share and gearing level of our Group are set out below:-

Minimum Scenario

	FYE 31 December 2020 RM'000	I After adjusting for subsequent events ^{*1} RM'000	II After I and the Proposed Subscription RM'000
Share capital	54,516	55,346	86,365 ^{*2}
Reserves	(14,554)	(14,818)	(14,818)
Retained earnings	31,324	31,324	31,167 ^{*3}
Total Equity	71,286	71,852	102,714
No. of Shares in issue ('000)	1,221,477	1,224,121	1,468,945
NA per Share (RM)	0.06	0.06	0.07
Total borrowings	-	-	-
Gearing level (times)	-	-	-

Notes:-

^{*1} After adjusting for the exercise of 2,644,000 ESOS options into Shares at the exercise price of RM0.2139 and the reversal of share option reserve amounting to approximately RM0.26 million to the share capital in relation to the exercise of 2,644,000 ESOS options from 1 January 2021 up to the LPD

^{*2} Based on the Subscription Price of RM0.1267 per Subscription Share for the 244,824,000 Subscription Shares to be issued in accordance with the terms and conditions of the Subscription Agreements

^{*3} After deducting estimated expenses of RM157,000 for the Proposed Subscription

Maximum Scenario

		I	II	III
			After I and assuming all vested	
	FYE 31 December 2020 RM'000	After adjusting for subsequent events ^{*1} RM'000	outstanding ESOS options are exercised ^{*2} RM'000	After II and the Proposed Subscription RM'000
Share capital	54,516	55,346	58,067	89,086 ^{*3}
Reserves	(14,554)	(14,818)	(15,684)	(15,684)
Retained earnings	31,324	31,324	31,324	31,167 ^{*4}
Total Equity	71,286	71,852	73,707	104,569
No. of Shares in issue ('000)	1,221,477	1,224,121	1,232,792	1,477,616
NA per Share (RM)	0.06	0.06	0.06	0.07
Total borrowings	-	-	-	-
Gearing level (times)	-	-	-	-

Notes:-

^{*1} After adjusting for the exercise of 2,644,000 ESOS options into Shares at the exercise price of RM0.2139 and the reversal of share option reserve amounting to approximately RM0.26 million to the share capital in relation to the exercise of 2,644,000 ESOS options from 1 January 2021 up to the LPD

^{*2} Assuming all vested outstanding ESOS options are exercised at the exercise price of RM0.2139 per ESOS option and the reversal of share option reserve amounting to approximately RM0.87 million to the share capital in relation to the exercise of 8,671,000 ESOS options

^{*3} Based on the Subscription Price of RM0.1267 per Subscription Share for the 244,824,000 Subscription Shares to be issued in accordance with the terms and conditions of the Subscription Agreements

^{*4} After deducting estimated expenses of RM157,000 for the Proposed Subscription

THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK

7.3 Substantial shareholder's shareholding structure

The pro forma effects of the Proposed Subscription on the substantial shareholder's shareholdings of our Company as at the LPD are set out below:-

Minimum Scenario

Substantial shareholders	Shareholdings as at the LPD				After the Proposed Subscription			
	<-----Direct----->		<-----Indirect----->		<-----Direct----->		<-----Indirect----->	
	No. of Shares	% ^{*1}	No. of Shares	% ^{*1}	No. of Shares	% ^{*2}	No. of Shares	% ^{*2}
Dato' (Dr.) Ts. Awang Daud Bin Awang Putera	170,996,300	13.97	-	-	170,996,300	11.64	-	-
Tee Sook Sing	65,039,100	5.31	-	-	65,039,100	4.43	-	-
Chuah Chong Ewe	-	-	-	-	81,576,707	5.55	-	-
Luster	100,000,000	8.17	-	-	181,576,707	12.36	-	-

Notes:-

^{*1} Based on the issued Shares of 1,224,121,200

^{*2} Based on the enlarged issued Shares of 1,468,945,200

Maximum Scenario

Substantial shareholders	Shareholdings as at the LPD				Assuming all vested outstanding ESOS options are exercised			
	<-----Direct----->		<-----Indirect----->		<-----Direct----->		<-----Indirect----->	
	No. of Shares	% ^{*1}	No. of Shares	% ^{*1}	No. of Shares	% ^{*2}	No. of Shares	% ^{*2}
Dato' (Dr.) Ts. Awang Daud Bin Awang Putera	170,996,300	13.97	-	-	170,996,300	13.87	-	-
Tee Sook Sing	65,039,100	5.31	-	-	65,039,100	5.28	-	-
Chuah Chong Ewe	-	-	-	-	-	-	-	-
Luster	100,000,000	8.17	-	-	100,000,000	8.11	-	-

II

After I and the Proposed Subscription

Substantial shareholders	<-----Direct----->		<-----Indirect----->	
	No. of Shares	%^{*3}	No. of Shares	%^{*3}
Dato' (Dr.) Ts. Awang Daud Bin Awang Putera	170,996,300	11.57	-	-
Tee Sook Sing	65,039,100	4.40	-	-
Chuah Chong Ewe	81,576,707	5.52	-	-
Luster	181,576,707	12.29	-	-

Notes:-

^{*1} Based on the issued Shares of 1,224,121,200

^{*2} Based on the enlarged issued Shares of 1,232,792,200

^{*3} Based on the enlarged issued Shares of 1,477,616,200

The Proposed Subscription will have a dilutive effect on our Company's existing shareholders' shareholdings. However, the Proposed Subscription is expected to enlarge the share capital of our Company and increase our shareholders' funds.

THE REST OF THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK
--

7.4 Earnings and EPS

The Proposed Subscription is not expected to have any material impact on the earnings of our Group for the FYE 31 December 2022. However, the EPS of our Group is expected to be diluted upon completion of the Proposed Subscription as a result of the increase in the number of Aimflex Shares in issue arising from the Proposed Subscription.

The Proposed Subscription is expected to contribute positively to the future earnings of our Group as and when the benefits from the utilisation of proceeds to be raised from the Proposed Subscription as set out in **Section 3** of this Circular are realised.

For illustration purposes only, assuming that the Proposed Subscription had been effected on 1 January 2020 (being the beginning of the latest audited FYE 31 December 2020 of Aimflex), the pro forma effects of the Proposed Subscription on the earnings and EPS of Aimflex Group are as follows:-

Minimum Scenario

	Audited as at 31 December 2020 RM	I Subsequent adjustments up to the LPD RM	II After I and the Proposed Subscription RM
PAT	7,617,797	7,617,797	7,617,797
Total number of Shares in issue (units)	1,221,477,200	1,224,121,200	1,468,945,200
Basic EPS (sen)	0.62	0.62	0.52

Maximum Scenario

	Audited as at 31 December 2020 RM	I Subsequent adjustments up to the LPD RM	II After I and assuming all vested outstanding ESOS options are exercised RM	III After II and the Proposed Subscription RM
PAT	7,617,797	7,617,797	7,617,797	7,617,797
Total number of Shares in issue (units)	1,221,477,200	1,224,121,200	1,232,792,200	1,477,616,200
Basic EPS (sen)	0.62	0.62	0.62	0.52

7.5 Convertible securities

As set out in **Section 7.1** of this Circular, as at the LPD, there are 37,572,600 outstanding ESOS options. Save for the 37,572,600 outstanding ESOS options, our Company does not have any other existing convertible securities.

The Proposed Subscription is not expected to give rise to any adjustments on the outstanding ESOS options.

8. HISTORICAL SHARE PRICES

The monthly highest and lowest market prices of Aimflex Shares as traded on Bursa Securities for the past 12 months from April 2021 to March 2022 are set out below:-

	High RM	Low RM
2021		
April	0.275	0.245
May	0.245	0.185
June	0.200	0.160
July	0.180	0.160
August	0.200	0.155
September	0.175	0.155
October	0.160	0.125
November	0.175	0.130
December	0.175	0.135
2022		
January	0.185	0.145
February	0.180	0.145
March	0.165	0.125
Last transacted market price of Aimflex Shares as at 10 January 2022 (being the latest trading day prior to the announcement on the Proposed Subscription)		0.160
Last transacted market price on LPD		0.135

(Source: Bloomberg)

9. APPROVALS REQUIRED/ OBTAINED

The Proposed Subscription is subject to the following approvals being obtained:-

- (i) Bursa Securities, for which the approval for the listing and quotation for the Subscription Shares on the ACE Market of Bursa Securities was obtained vide its letter dated 28 March 2022, subject to the following conditions:-

Conditions	Status of compliance
(a) Aimflex and UOBKH must fully comply with the relevant provisions under the Listing Requirements pertaining to the implementation of the Proposed Subscription;	To be complied
(b) Aimflex and UOBKH to inform Bursa Securities upon the completion of the Proposed Subscription;	To be complied
(c) Aimflex is required to furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities' approval once the Proposed Subscription is completed;	To be complied
(d) Compliance by Aimflex with the public shareholding spread upon the completion of the Proposed Subscription. In this connection, UOBKH is to furnish a schedule containing the information set out in Appendix 8E, Chapter 8 of the Listing Requirements to Bursa Securities, prior to the allotment and issuance of the Subscription Shares; and	To be complied
(e) Aimflex is required to furnish Bursa Securities with a certified true copy of the resolution passed by the shareholders in general meeting approving the Proposed Subscription.	To be complied

- (ii) the approval of our shareholders at the EGM; and

- (iii) any other relevant authority, if required.

The Proposed Subscription is not conditional upon any other proposals undertaken or to be undertaken by our Company. The Subscription Agreements are not inter-conditional upon each other and as such, the proposed subscription by each Investor pursuant to the Proposed Subscription is not inter-conditional upon each other.

10. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS, CHIEF EXECUTIVE AND/ OR PERSONS CONNECTED TO THEM

Save as disclosed below, none of the Directors, major shareholders, chief executive of Aimflex and/ or persons connected with them have any interest, whether direct or indirect, in the Proposed Subscription:-

- (i) Chuah Chong Ewe is the Executive Director of Aimflex. He is also an Investor;
- (ii) Chuah Chong San is the Executive Director of Aimflex and is the brother of Chuah Chong Ewe; and
- (iii) Luster is deemed a person connected to Chuah Chong Ewe and Chuah Chong San by virtue of Chuah Chong Ewe and Chuah Chong San being Executive Directors of Luster and Chuah Chong Ewe being a substantial shareholder of Luster. Luster is also an Investor. For shareholders' information, Luster holds 100,000,000 Aimflex Shares representing 8.17% direct equity interest in Aimflex as at the LPD.

Accordingly, Chuah Chong Ewe, Chuah Chong San and Luster are deemed interested in the Proposed Subscription.

As such, the Interested Directors have abstained and will continue to abstain from deliberation and voting on the Proposed Subscription at all Board meetings.

In addition, the Interested Parties will abstain from voting and have also undertaken to ensure that any person(s) connected to them will abstain from voting in respect of their direct and/ or indirect shareholdings in the Company, if any, on the resolutions pertaining to their respective proposed subscriptions as well as the proposed subscriptions by any person(s) connected to them under the Proposed Subscription, to be tabled at the EGM.

11. ESTIMATED TIMEFRAME FOR COMPLETION

Barring any unforeseen circumstances and subject to all relevant approvals being obtained, the Proposed Subscription is expected to be completed by the second quarter of 2022.

The tentative timetable in relation to the Proposed Subscription is set out below:-

Timeline	Events
20 May 2022	<ul style="list-style-type: none">• Convening of EGM
End May 2022	<ul style="list-style-type: none">• Listing and quotation for the Subscription Shares on the ACE Market of Bursa Securities

12. PROPOSALS ANNOUNCED BUT PENDING COMPLETION

Save for the Proposed Subscription (which is the subject matter of this Circular), there are no other outstanding proposals which have been announced but not yet completed as at the LPD.

13. DIRECTORS' STATEMENT AND RECOMMENDATION

Our Board (save for the Interested Directors), having considered all aspects of the Proposed Subscription, including the rationale and justification and the effects of the Proposed Subscription, is of the opinion that the Proposed Subscription is in the best interest of our Company.

Accordingly, our Board (save for the Interested Directors) recommends that you **vote in favour** of the resolutions pertaining to the Proposed Subscription at the EGM.

14. EGM

The Notice of EGM which is enclosed in this Circular, will be held on a fully virtual basis through live streaming and online remote meeting platform of TIIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd via its website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781) on Friday, 20 May 2022 at 10.00 a.m., for the purpose of considering and, if thought fit, passing with or without modifications, the resolutions so as to give effect to the Proposed Subscription.

If you are unable to attend and vote at the forthcoming EGM, you are requested to complete and return the enclosed Form of Proxy in accordance with the instructions therein as soon as possible and in any event so as to arrive at the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time fixed for the forthcoming EGM. The Form of Proxy can also be submitted electronically via the TIIH Online at <https://tiih.online>. For further information on the electronic submission of Form of Proxy, kindly refer to the Administration Guide for EGM. The completion and returning of the Form of Proxy will not preclude you from attending and voting at the forthcoming EGM should you subsequently decide to do so.

15. FURTHER INFORMATION

Shareholders are advised to refer to the appendices set out in this Circular for further information.

Yours faithfully,
For and on behalf of our Board
AIMFLEX BERHAD

TEE SOOK SING
Managing Director

APPENDIX I – SALIENT TERMS OF THE SUBSCRIPTION AGREEMENTS

The salient terms of the Subscriptions Agreements are identical, save for the allocation of Subscription Shares to be subscribed by the respective Investors.

(i) Subscription Price

Subject to the terms and conditions of the Subscription Agreement, Aimflex agrees to allot and issue to the Investor and the Investor agrees to subscribe for the Subscription Shares at the Subscription Price.

(ii) Conditions precedent

Issuance and allotment of Subscription Shares is conditional on the following:

- (a) Aimflex obtaining the approval-in-principle of Bursa Securities for the listing and quotation of the Subscription Shares on the ACE Market of Bursa Securities; and
- (b) Aimflex obtaining the approval of its shareholders for the issuance and allotment of Subscription Shares in accordance with the terms and conditions of the Subscription Agreement.

The conditions precedent of the Subscription Agreement shall be satisfied within 4 months after the date of the Subscription Agreement ("**Cut-Off Date**"). Thereafter, Aimflex and the Investors may (before or on expiry of the Cut-Off Date) have an extension(s) of time as may be agreed between Aimflex and the Investor to comply with the conditions precedent of the Subscription Agreement. If the conditions precedent of the Subscription Agreement have not been fulfilled on the expiry of the Cut-Off Date or such extension of time agreed between Aimflex and the Investor and Aimflex does not waive the fulfilment of the same, then the Subscription Agreement shall lapse and cease to have any further force or effect and neither Aimflex nor the Investors shall have any further rights against the other(s).

The Subscription Agreement shall become unconditional on the date of which the last of the condition precedent for the Subscription Agreement is fulfilled or obtained.

(iii) Completion and payment

Within 5 business days from the date the Subscription Agreement becomes unconditional, the Investors shall:-

- (a) deposit with the Placement Agent, namely UOBKH the respective total amount of the Subscription Price based on the Subscription Shares to be subscribed, by way of telegraphic transfer to a bank account nominated by the Placement Agent and notified to Aimflex and the Investors at least 5 business days prior to the date the payment for the said total amount of the Subscription Price was made; and
- (b) notify Aimflex in writing of the details of the Investors' stockbrokers and the particulars of the securities account into which the Subscription Shares are to be credited.

The Subscription Agreement shall become unconditional on the date of which the last of the conditions precedent of the Subscription Agreement is fulfilled or obtained in accordance with **Clause (ii) of Appendix I** of this Circular.

APPENDIX I – SALIENT TERMS OF THE SUBSCRIPTION AGREEMENTS (CONT'D)

Upon the Placement Agent receiving the total proceeds from the Proposed Subscription and within 7 business days from the payment for the said proceeds were made:-

- (a) the Placement Agent shall confirm to Aimflex of such receipt;
- (b) Aimflex shall allot and issue the Subscription Shares to the Investors;
- (c) Aimflex shall deliver or caused to be delivered to Bursa Malaysia Depository Sdn Bhd the share certificates for the Subscription Shares registered in the name of Bursa Malaysia Depository Sdn Bhd; and
- (d) Aimflex shall instruct and procure Bursa Malaysia Depository Sdn Bhd to credit the securities account of the Investors with the Subscription Shares.

Completion shall take place on the listing date of the Subscription Shares on the ACE Market of Bursa Securities, and on such event, the Placement Agent is authorised by Aimflex and the Investors to release the total proceeds of the Proposed Subscription to Aimflex.

(iv) Default

In the event that the Investor shall for any reason fail or refuse to complete the subscription of the Subscription Shares under the terms of the Subscription Agreement or the Investor fails to comply with all the obligations or stipulations contained or defaults in the Subscription Agreement and do not remedy the same to the satisfaction of Aimflex within 14 days from the date of receipt of written notice by Aimflex or such breach is not waived by Aimflex at its absolute discretion, Aimflex shall be entitled to, without prejudice to its other rights and remedies including its right to sue for (i) specific performance of the Subscription Agreement; or (ii) terminate the Subscription Agreement and recover all amounts actually paid and expanded pursuant to or arising from the Subscription Agreement.

APPENDIX II - FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular has been seen and approved by our Board, and the Directors collectively and individually accept full responsibility for the accuracy of the information contained herein and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement herein misleading.

2. CONSENT

UOBKH, being the Adviser and the Placement Agent for the Proposed Subscription, has given and has not subsequently withdrawn its written consent to the inclusion in this Circular of its name and all references thereto in the form and context in which they appear in this Circular.

3. DECLARATION OF CONFLICT OF INTERESTS

UOBKH has given their written confirmation that there is no situation of conflict of interests that exists or is likely to exist in relation to its role as the Adviser and Placement Agent to Aimflex for the Proposed Subscription.

4. MATERIAL LITIGATION, CLAIMS OR ARBITRATION

As at the LPD, Aimflex Group is not engaged in any material litigation, claims or arbitration, either as plaintiff or defendant, and our Board is not aware and has no knowledge of any proceedings pending or threatened against our Group, or of any facts likely to give rise to any proceedings, which might materially or adversely affect the financial position or business of our Group.

5. MATERIAL COMMITMENTS

As at the LPD, there are no material commitments incurred or known to be incurred by our Group which, upon becoming enforceable, may have a material impact on the financial results/ position of our Group.

6. CONTINGENT LIABILITIES

As at the LPD, there are no contingent liabilities incurred or known to be incurred by our Group which, upon becoming enforceable, may have a material impact on the financial results/ position of our Group.

APPENDIX II - FURTHER INFORMATION (CONT'D)

7. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at our registered office at BO3-B-13-1, Level 13 Menara 3A, KL Eco City, No. 3 Jalan Bangsar, 59200 Kuala Lumpur during the normal business hours from Monday to Friday (except public holidays) from the date hereof up to the time stipulated for the holding of the EGM:-

- i. Our Constitution;
- ii. Audited consolidated financial statements of our Group for the past 2 financial years up to the FYE 31 December 2020 and the latest unaudited quarterly report of our Group for the 12-month FPE 31 December 2021;
- iii. The letter of consent and declaration of conflict of interests referred to in **Sections 2 and 3** of Appendix II above, respectively; and
- iv. The Subscription Agreements.



AIMFLEX BERHAD

Registration No.: 201801011135 (1273151-K)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Aimflex Berhad ("**Aimflex**" or the "**Company**") ("**EGM**") will be held on a fully virtual basis through live streaming and online remote meeting platform of TIIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd via its website at <https://tiih.online> or <https://tiih.com.my> (Domain Registration number with MYNIC: D1A282781) on Friday, 20 May 2022 at 10.00 a.m., for the purpose of considering and, if thought fit, passing with or without modifications, the resolutions so as to give effect to the Proposed Subscription.

ORDINARY RESOLUTION 1

PROPOSED SUBSCRIPTION OF 244,824,000 NEW ORDINARY SHARES IN AIMFLEX, REPRESENTING APPROXIMATELY 20% OF THE EXISTING NUMBER OF ISSUED SHARES OF AIMFLEX ("PROPOSED SUBSCRIPTION")

"**THAT** subject to the approvals of all relevant authorities being obtained, approval be and is hereby given to our Board of Directors of Aimflex ("**Board**") to allot and issue up to 244,824,000 new ordinary shares in Aimflex ("**Aimflex Share(s)**") ("**Subscription Share(s)**") to the identified investors ("**Investor(s)**") as set out in Section 2.1 of the circular to shareholders dated 14 April 2022 ("**Circular**") at the issue price of RM0.1267 per Subscription Share in accordance with the terms and conditions as set out in the subscription agreements executed between Aimflex and the respective Investors on 11 January 2022 ("**Subscription Agreement(s)**").

THAT the Subscription Shares will, upon allotment and issuance, rank equally in all respects with the existing Shares, save and except that the Subscription Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distribution where the entitlement date precedes the relevant date of allotment and issuance of the Subscription Shares.

THAT the proceeds of the Proposed Subscription be utilised for the purpose as set out in the Circular, and our Board be and is hereby authorised with full power to vary the manner and/ or purpose of utilisation of such proceeds in such manner as our Board deem fit, necessary and/ or expedient or in the best interest of our Company, subject (where required) to the approval of the relevant authorities and/ or the shareholders at the EGM to be convened, if necessary;

AND THAT our Board be and is hereby empowered and authorised to sign, execute, deliver and cause to be delivered on behalf of our Company all such documents and/ or arrangements as may be necessary, do all acts deeds and things as may be required to give effect and complete to the Proposed Subscription with full power to assent to any conditions, variations, modifications and/ or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps to enter into all such agreement, arrangement, undertaking, indemnities, transfer, assignment and guarantee with any party or parties and to do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to and to complete the Proposed Subscription."

ORDINARY RESOLUTION 2

PROPOSED SUBSCRIPTION OF 16,000,000 SUBSCRIPTION SHARES BY NG WYMIN AT THE ISSUE PRICE OF RM0.1267 PER SUBSCRIPTION SHARE TO BE SATISFIED ENTIRELY VIA CASH IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE SUBSCRIPTION AGREEMENT DATED 11 JANUARY 2022 ("SUBSCRIPTION AGREEMENT I")

"**THAT**, subject to the passing of the Ordinary Resolution 1 and the approvals of the relevant authorities for the Proposed Subscription, including the approval from Bursa Malaysia Securities Berhad ("**Bursa Securities**") for the listing and quotation for the new Aimflex Shares on the ACE Market of Bursa Securities having been obtained, approval be and is hereby given to the Board to offer and grant to Ng Wymin, 16,000,000 Subscription Shares pursuant to the Proposed Subscription, subject always to such terms and conditions of the Subscription Agreement I and/ or any adjustments, which may be made in accordance with the provisions of the ACE Market Listing Requirements of Bursa Securities ("**Listing Requirements**"), or any prevailing guidelines issued by Bursa Securities or any other relevant authority, as amended from time to time.

ORDINARY RESOLUTION 3

PROPOSED SUBSCRIPTION OF 81,576,707 SUBSCRIPTION SHARES BY CHUAH CHONG EWE AT THE ISSUE PRICE OF RM0.1267 PER SUBSCRIPTION SHARE TO BE SATISFIED ENTIRELY VIA CASH IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE SUBSCRIPTION AGREEMENT DATED 11 JANUARY 2022 ("SUBSCRIPTION AGREEMENT II")

"**THAT**, subject to the passing of the Ordinary Resolution 1 and the approvals of the relevant authorities for the Proposed Subscription, including the approval from Bursa Securities for the listing and quotation for the new Aimflex Shares on the ACE Market of Bursa Securities having been obtained, approval be and is hereby given to the Board to offer and grant to Chuah Chong Ewe, 81,576,707 Subscription Shares pursuant to the Proposed Subscription, subject always to such terms and conditions of the Subscription Agreement II and/ or any adjustments, which may be made in accordance with the provisions of the Listing Requirements, or any prevailing guidelines issued by Bursa Securities or any other relevant authority, as amended from time to time.

ORDINARY RESOLUTION 4

PROPOSED SUBSCRIPTION OF 20,000,000 SUBSCRIPTION SHARES BY DATUK SERI CHIAU BENG TEIK, JP AT THE ISSUE PRICE OF RM0.1267 PER SUBSCRIPTION SHARE TO BE SATISFIED ENTIRELY VIA CASH IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE SUBSCRIPTION AGREEMENT DATED 11 JANUARY 2022 ("SUBSCRIPTION AGREEMENT III")

"**THAT**, subject to the passing of the Ordinary Resolution 1 and the approvals of the relevant authorities for the Proposed Subscription, including the approval from Bursa Securities for the listing and quotation for the new Aimflex Shares on the ACE Market of Bursa Securities having been obtained, approval be and is hereby given to the Board to offer and grant to Datuk Seri Chiau Beng Teik, JP, 20,000,000 Subscription Shares pursuant to the Proposed Subscription, subject always to such terms and conditions of the Subscription Agreement III and/ or any adjustments, which may be made in accordance with the provisions of the Listing Requirements, or any prevailing guidelines issued by Bursa Securities or any other relevant authority, as amended from time to time.

ORDINARY RESOLUTION 5

PROPOSED SUBSCRIPTION OF 17,000,000 SUBSCRIPTION SHARES BY TEOH TIAN WEN AT THE ISSUE PRICE OF RM0.1267 PER SUBSCRIPTION SHARE TO BE SATISFIED ENTIRELY VIA CASH IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE SUBSCRIPTION AGREEMENT DATED 11 JANUARY 2022 ("SUBSCRIPTION AGREEMENT IV")

"**THAT**, subject to the passing of the Ordinary Resolution 1 and the approvals of the relevant authorities for the Proposed Subscription, including the approval from Bursa Securities for the listing and quotation for the new Aimflex Shares on the ACE Market of Bursa Securities having been obtained, approval be and is hereby given to the Board to offer and grant to Teoh Tian Wen, 17,000,000 Subscription Shares pursuant to the Proposed Subscription, subject always to such terms and conditions of the Subscription Agreement IV and/ or any adjustments, which may be made in accordance with the provisions of the Listing Requirements, or any prevailing guidelines issued by Bursa Securities or any other relevant authority, as amended from time to time.

ORDINARY RESOLUTION 6

PROPOSED SUBSCRIPTION OF 11,222,346 SUBSCRIPTION SHARES BY ONG KHYE SIANG AT THE ISSUE PRICE OF RM0.1267 PER SUBSCRIPTION SHARE TO BE SATISFIED ENTIRELY VIA CASH IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE SUBSCRIPTION AGREEMENT DATED 11 JANUARY 2022 ("SUBSCRIPTION AGREEMENT V")

"**THAT**, subject to the passing of the Ordinary Resolution 1 and the approvals of the relevant authorities for the Proposed Subscription, including the approval from Bursa Securities for the listing and quotation for the new Aimflex Shares on the ACE Market of Bursa Securities having been obtained, approval be and is hereby given to the Board to offer and grant to Ong Khye Siang, 11,222,346 Subscription Shares pursuant to the Proposed Subscription, subject always to such terms and conditions of the Subscription Agreement V and/ or any adjustments, which may be made in accordance with the provisions of the Listing Requirements, or any prevailing guidelines issued by Bursa Securities or any other relevant authority, as amended from time to time.

ORDINARY RESOLUTION 7

PROPOSED SUBSCRIPTION OF 12,448,240 SUBSCRIPTION SHARES BY LOO JIA JIA AT THE ISSUE PRICE OF RM0.1267 PER SUBSCRIPTION SHARE TO BE SATISFIED ENTIRELY VIA CASH IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE SUBSCRIPTION AGREEMENT DATED 11 JANUARY 2022 ("SUBSCRIPTION AGREEMENT VI")

"**THAT**, subject to the passing of the Ordinary Resolution 1 and the approvals of the relevant authorities for the Proposed Subscription, including the approval from Bursa Securities for the listing and quotation for the new Aimflex Shares on the ACE Market of Bursa Securities having been obtained, approval be and is hereby given to the Board to offer and grant to Loo Jia Jia, 12,448,240 Subscription Shares pursuant to the Proposed Subscription, subject always to such terms and conditions of the Subscription Agreement VI and/ or any adjustments, which may be made in accordance with the provisions of the Listing Requirements, or any prevailing guidelines issued by Bursa Securities or any other relevant authority, as amended from time to time.

ORDINARY RESOLUTION 8

PROPOSED SUBSCRIPTION OF 5,000,000 SUBSCRIPTION SHARES BY DATIN CHEAH MEOW CHOONG AT THE ISSUE PRICE OF RM0.1267 PER SUBSCRIPTION SHARE TO BE SATISFIED ENTIRELY VIA CASH IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE SUBSCRIPTION AGREEMENT DATED 11 JANUARY 2022 ("SUBSCRIPTION AGREEMENT VII")

"**THAT**, subject to the passing of the Ordinary Resolution 1 and the approvals of the relevant authorities for the Proposed Subscription, including the approval from Bursa Securities for the listing and quotation for the new Aimflex Shares on the ACE Market of Bursa Securities having been obtained, approval be and is hereby given to the Board to offer and grant to Datin Cheah Meow Choong, 5,000,000 Subscription Shares pursuant to the Proposed Subscription, subject always to such terms and conditions of the Subscription Agreement VII and/ or any adjustments, which may be made in accordance with the provisions of the Listing Requirements, or any prevailing guidelines issued by Bursa Securities or any other relevant authority, as amended from time to time.

ORDINARY RESOLUTION 9

PROPOSED SUBSCRIPTION OF 81,576,707 SUBSCRIPTION SHARES BY LUSTER INDUSTRIES BHD AT THE ISSUE PRICE OF RM0.1267 PER SUBSCRIPTION SHARE TO BE SATISFIED ENTIRELY VIA CASH IN ACCORDANCE WITH THE TERMS AND CONDITIONS OF THE SUBSCRIPTION AGREEMENT DATED 11 JANUARY 2022 ("SUBSCRIPTION AGREEMENT VIII")

"**THAT**, subject to the passing of the Ordinary Resolution 1 and the approvals of the relevant authorities for the Proposed Subscription, including the approval from Bursa Securities for the listing and quotation for the new Aimflex Shares on the ACE Market of Bursa Securities having been obtained, approval be and is hereby given to the Board to offer and grant to Luster Industries Bhd, 81,576,707 Subscription Shares pursuant to the Proposed Subscription, subject always to such terms and conditions of the Subscription Agreement VIII and/ or any adjustments, which may be made in accordance with the provisions of the Listing Requirements, or any prevailing guidelines issued by Bursa Securities or any other relevant authority, as amended from time to time.

BY ORDER OF OUR BOARD

NG HENG HOOI (MAICSA 7048492) (PC No. 202008002923)
WONG MEE KIAT (MAICSA 7058813) (PC No. 202008001958)
WONG MEE CHING (LS 9014) (PC No. 202008001420)
Company Secretaries

Kuala Lumpur
14 April 2022

Notes:-

- The EGM of the Company will be conducted entirely on a virtual basis through live streaming and online remote voting via Remote Participation and Voting ("RPV") facilities provided by Tricor Investor & Issuing House Services Sdn Bhd on its website at <https://tiih.online>. Please follow the procedures set out in the Administrative Guide for the EGM which is available on the Company's website at <https://www.aimflex.com.my> to register, participate and vote remotely via the RPV.*

According to the Revised Guidance Note and FAQs, an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Act provided that the online platform is located in Malaysia and all meeting participants of a fully virtual general meeting are to participate in the meeting online.
- In respect of deposited securities, only members whose names appear in the Record of Depositors on 13 May 2022 shall be eligible to attend the Meeting.*
- A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one (1) or more proxies to attend, participate, speak and vote in his stead. A member may appoint more than one (1) proxy in relation to the Meeting, provided that the member specifies the proportion of the member's shareholdings to be represented by each proxy.*
- A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to attend, participate, speak and vote at the Meeting.*
- The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.*
- Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA") which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*

7. *The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the office of the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur. Alternatively, the Form of Proxy may also be lodged electronically via the TIIH Online at <https://tiih.online> not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof, resolutions set out above are to be voted by poll. Kindly refer to the Administrative Guide for the EGM for further information on the electronic lodgement of proxy form.*
8. *A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this EGM via RPV must request his/her proxy to register himself/herself for RPV at TIIH Online website at <https://tiih.online>. Kindly refer to the Procedures for RPV as set out in the Administrative Guide for the EGM.*

**AIMFLEX BERHAD**

Registration No.: 201801011135 (1273151-K)

PROXY FORM

Number of Shares Held	
CDS Account No.	

I/We, _____ NRIC/Passport No. _____
(FULL NAME IN BLOCK LETTERS)of _____
(FULL ADDRESS)

contact no. _____ email address _____ being a member/ members of **Aimflex Berhad ("Aimflex" or the "Company")** hereby appoint the person(s) below as my/our proxy(ies) to vote for me/us and on my/our behalf at the Extraordinary General Meeting ("**EGM**") to be held on a fully virtual basis through live streaming and online remote meeting platform of TIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd via its website at <https://tiih.online> or <https://tiih.com.my> (Domain registration number with MYNIC: D1A282781) on Friday, 20 May 2022 at 10.00 a.m.

IMPORTANT NOTE:

Please (i) tick [✓] either **ONE** of the option (a) or (b) for the number of proxy which you wish to appoint, (ii) complete the details of your proxy/proxies and the proportion of your shareholding to be represented (if applicable), (iii) please tick [✓] option (c) if you would like to appoint the Chairman of the EGM as the proxy or failing the proxy to vote on your behalf and (iv) sign or execute this form.

Option	Name of proxy(ies)	NRIC/ Registration No.	Email Address & Phone Number	Proportion of shareholding to be represented
(a)	Appoint ONE proxy only (Please complete details of proxy below)			
				100%
(b)	Appoint MORE THAN ONE proxy (Please complete details of proxies below)			
Proxy 1				%
Proxy 2				%
				100%
(c)	The Chairman of the EGM as my/our proxy and/or failing the above proxy to vote for me/us on my/our behalf			

*My/our *proxy/proxies shall vote as follows :-

Please indicate with an "X" in the space provided below how you wish your votes to be casted. If no specific direction as to voting is given, the *proxy/proxies will vote or abstain for voting at his(her) discretion.

NO.	RESOLUTION	FOR	AGAINST
1.	PROPOSED SUBSCRIPTION		
2.	PROPOSED SUBSCRIPTION BY NG WYMIN		
3.	PROPOSED SUBSCRIPTION BY CHUAH CHONG EWE		
4.	PROPOSED SUBSCRIPTION BY DATUK SERI CHIAU BENG TEIK, JP		
5.	PROPOSED SUBSCRIPTION BY TEOH TIAN WEN		
6.	PROPOSED SUBSCRIPTION BY ONG KHYE SIANG		
7.	PROPOSED SUBSCRIPTION BY LOO JIA JIA		
8.	PROPOSED SUBSCRIPTION BY DATIN CHEAH MEOW CHOONG		
9.	PROPOSED SUBSCRIPTION BY LUSTER INDUSTRIES BHD		

Dated this _____ day of _____ 2022

Signature / Common Seal of Shareholder

Notes:-

1. *The EGM of the Company will be conducted entirely on a virtual basis through live streaming and online remote voting via Remote Participation and Voting ("RPV") facilities provided by Tricor Investor & Issuing House Services Sdn Bhd on its website at <https://tjih.online>. Please follow the procedures set out in the Administrative Guide for the EGM which is available on the Company's website at <https://www.aimflex.com.my> to register, participate and vote remotely via the RPV.*
According to the Revised Guidance Note and FAQs, an online meeting platform can be recognised as the meeting venue or place under Section 327(2) of the Act provided that the online platform is located in Malaysia and all meeting participants of a fully virtual general meeting are to participate in the meeting online.
2. *In respect of deposited securities, only members whose names appear in the Record of Depositors on 13 May 2022 shall be eligible to attend the Meeting.*
3. *A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one (1) or more proxies to attend, participate, speak and vote in his stead. A member may appoint more than one (1) proxy in relation to the Meeting, provided that the member specifies the proportion of the member's shareholdings to be represented by each proxy.*
4. *A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to attend, participate, speak and vote at the Meeting.*
5. *The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.*
6. *Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**") which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*
7. *The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the office of the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur. Alternatively, the Form of Proxy may also be lodged electronically via the TIH Online at <https://tjih.online> not less than forty-eight (48) hours before the time appointed for holding the Meeting or any adjournment thereof, resolutions set out above are to be voted by poll. Kindly refer to the Administrative Guide for the EGM for further information on the electronic lodgement of proxy form.*
8. *A member who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this EGM via RPV must request his/her proxy to register himself/herself for RPV at TIH Online website at <https://tjih.online>. Kindly refer to the Procedures for RPV as set out in the Administrative Guide for the EGM.*

Please fold here

AFFIX
STAMP

**THE SHARE REGISTRAR OF
AIMFLEX BERHAD**
Unit 32-01, Level 32
Tower A, Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur

Please fold here