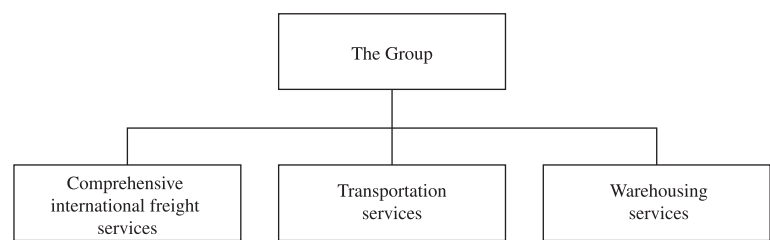


**BUSINESS**

**1. OVERVIEW**

The Group is a well-established integrated logistics solution provider founded in Malaysia with over 15 years of history. It principally provides comprehensive international freight services, transportation services as well as warehousing services to customers worldwide. The Group’s services can be presented as follows:



Comprehensive international freight services	:	providing import and export international freight services by air and sea, arranging customs clearance, preparation of freight documentation and cargo handling at ports as well as supporting transportation (includes trucking, haulage and value-added services) and warehousing services as part of the comprehensive services.
Transportation services	:	providing standalone transportation services to transport cargo from designated locations in Malaysia to ports for exports, and vice versa for imports. It includes general trucking, bonded trucking and value added services such as tracking and tracing of cargo.
Warehousing services	:	providing standalone general warehousing services and warehousing services in free commercial zone to customers. Value-added services such as providing supply chain management, picking and packing will also be provided upon request by customers.

With an emphasis on customer service, the Directors believe in establishing close relationships with its customers in a professional way via effective communication and a comprehensive understanding of the customers’ needs. To support customers’ international business, the Group expands its reach to different parts of the world by being a member of several international freight forwarding networks. Please refer to paragraph 5 of this section for further details.

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Over the years, the Group has built relationships with customers in a spectrum of industries, including electrical and electronic products, automotive, oil and gas, heavy equipment, medical equipment, food supplements, telecommunications, furniture, consumer-related products, and general cargo.

Led by an experienced management team and guided by the Group’s mission statement of “Service with Security”, the Group has grown into an international freight forwarding and logistics services provider in Malaysia. Equipped with more than 150 employees, vehicle fleet and information technology support, the Group is able to handle considerable amount of customer orders, high value products as well as products that need special handling such as notebooks and passports.

The Directors believe that the Group is well positioned to capture the growth opportunities in the freight forwarding and logistics services market and will benefit from the growing demand for relevant services from its potential clients, particularly with the inception of AEC on 31 December 2015. With free movement of goods, services, investment, skilled labour and freer flow of capital in the ASEAN region, cross border trade and services will increase, which will bode well for the demand for the Group.

The Directors believe that the trade facilitation mechanism such as cargo clearance system, paperless trading and security trade documents expected to be used by the Malaysian government will speed up the entire customs clearance process and hence improve efficiency and timeliness of the deliveries and services provided to the Group’s customers.

Massive investments in new large infrastructure projects which were completed in recent years, such as construction of Kuala Lumpur International Airport, the East Coast Expressway and several rapid transit lines are expected to boost growth for the sector, as freight forwarding companies can capitalise on these transport networks and boost Malaysia’s reputation as a distribution and transshipment hub for domestic, regional and international movement of goods. The new development of an electrified double-track rail for rail freight transport is expected to bring about an increase of cargo capacity to 20 million tonnes by the year 2035 as compared to the five million tonnes on average presently. Overall, the Malaysian government’s commitment to developing and upgrading the infrastructure is set to expand opportunities for logistics providers and freight forwarders.

## **2. COMPETITIVE ADVANTAGES**

The Directors believe that the following competitive advantages are the key factors to the Group’s success and will enable the Group to further develop its business in the future.

## **BUSINESS**

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### **2.1 The Group offers a wide range of services, enabling its customers to engage the Group as its logistics partner for their various logistics needs**

The Group offers a comprehensive and wide range of services to meet its customers’ needs, including comprehensive international freight services, transportation services and warehousing services. In addition, the Group provides value-added services such as supply chain management services including pick & pack, distribution and stock & inventory report, security escort services and tracking services. These services are complementary to one another, and provide customers a wide range of services with cost savings. The Directors believe that the Group’s range of services can give it an edge over the local service providers in Malaysia that only offer limited types of freight forwarding and logistics services.

Other than the above, the Group also assists customers in managing their costs through customs advisory services. The Group’s experience in the freight forwarding industry allows it to (i) service the customers to move their cargo at competitive rates; and (ii) cope better with the new demerit point system effective from April 2016 in relation to the custom clearance process. Please refer to paragraph 6.2.2 of the section headed “Industry Overview” in this document for further details.

The Group believes that its ability to provide a wide range of services not only allows it to support its customers with customised logistics solutions, but also lead to enhanced collaborations and relationships with its customers so as to grow in the logistics industry.

### **2.2 The Group’s emphasis on quality and reliable services and has built up a reputation in the industry**

The Group’s focus on customer services and effective communication enables it to retain existing customers and obtain new customers through referral and word of mouth. The Group takes a holistic approach in its service provisions by discussing with its customers in relation to (i) their delivery plan, including the points of delivery and delivery schedule; (ii) their warehousing plan, including the storage requirements; and (iii) their other logistics requirements such as just-in-time delivery services. Through communications with its customers, the Group can better serve its customers so that their needs can be satisfied and their problems can be resolved.

Reputation takes time and effort to build up. In June 2012, Port Klang Authority of Malaysia issued a letter of support recommending the Group to other companies for its professional services. Further, it is stated in the letter of support that the Group has demonstrated an in-depth industry know-how and competency in just in time delivery particularly for time sensitive cargo.

During the Track Record Period, the Group has maintained a low theft record in transporting the cargo. It is due to the Group’s commitment to risk management and providing service with security, together with its experience in moving high value and theft attractive cargo. This is a niche area with high demand and such cargos often have the risk to theft. The Directors believe that such trust placed on it by customers is testament to the Group’s service quality. This could also lead to new business opportunities through referrals from existing customers.

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### **2.3 The Group’s management team has extensive experience and in-depth knowledge**

The Group’s management team has extensive experience, in-depth knowledge and strong expertise in the logistics service industry. In particular, Mr. Lee, the chairman of the Group, has more than 25 years of relevant experience, and his expertise has led him to be awarded the Brand Laureate SMEs Brand Leadership Award in the category of Logistic Man of the Year in 2014. Mr. Chin, chief executive officer of the Group, with more than 17 years of relevant experience, has knowledge and understanding of the industry which has helped the Group to grow its sales department. Mr. Chin continuously equips himself with knowledge on the requirements imposed by relevant authorities in connection with the logistics industry. For example, he attended a customs agent course organised by Royal Malaysian Customs Academy in 2015. The Directors keep themselves abreast of the industry developments and their business philosophies are “Professionalism with Sincerity” and “Success with Prudence”. The Directors value people and it is their wish to see the employees grow with the Group.

### **2.4 The Group has a people-oriented management culture and emphasis on professionalism**

The Directors believe that the Group’s success relies on the industry expertise of the employees, and on the familiarity with the nature of the international freight forwarding services and in-depth know-how about the tariffs for different cargo across different countries based on various free trade agreements, as well as awareness of changes in the rules and regulations in the industry globally. Hence, the Group invests resources in building up the competency of its employees, which it likens to human capital. The Group’s management also puts an effort into establishing the employees’ sense of belonging to the Group and fostering a strong corporate culture by organising bonding activities from time to time.

The majority of the Group’s employees are trained in logistics management, and have experience in the logistics service industry. This is further strengthened by the Group’s practice of exposing its employees to cargo handling at port terminals and through external training such as the dangerous goods regulations training. The regular training sessions provided by the Group to its staff also aim to build their competencies to be critical thinkers and problem solvers. For example, in case when a customer needs to move its cargo to a specific destination within a given time frame at low cost, the staff will reach out to the airlines and ocean liners to come up with multiple logistics options (either through air, sea or a combination of both) at the most competitive rates for each option before advising the customer on the available solutions to meet its requirements.

### **2.5 The Group maintains a diversified customer base**

The Group has experience in providing logistics services to the electronics industry and the small and medium-sized enterprise sector. In 2010, the Group was appointed as an agent to Company F, an international freight forwarding service provider and a group member of a listed company in US. Leveraging on Company F’s extensive network and the Group’s experience in import/export of sea and air freight cargos to/from Malaysia, the Group expanded its business to multinational corporations. Apart from the electronics industry, the Group had successfully built up a diversified customer base across various industries including healthcare, automotive, oil and gas,

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food, telecommunications, furniture, consumer-related products, and general cargo. The Group has a sizeable customer database comprising both freight forwarder customers and direct customers, including international conglomerates. As at the Latest Practicable Date, the Group has maintained business relationship with its largest customer, Company F, for over six years. Please refer to paragraph 8 of this section for further details.

The Group believes that it is vital to continue expanding its customer base and, at the same time, maintain long standing relationships with its customers from different industries by understanding the changing needs and providing solutions to cater to the unique requirements from customers of different industries. Therefore, the customer service department communicates with the customers and gathers feedback for the Group’s continual improvement. The Group is therefore able to maintain continued business relationships with its customers. In particular, it has maintained business relationships ranging from three to 16 years with its five largest customers during the Track Record Period. The Group believes that this is an indication of the customers’ loyalty and recognition of its service quality and it considers this recognition as a key factor leading to the Group’s success in the freight forwarding and logistics industry in Malaysia.

### **2.6 The Group has a close working relationship with its suppliers**

The Directors believe that one of the key factors to the Group’s expansion is the close working relationships with suppliers such as shipping liners, airlines, overseas freight forwarders and trucking companies.

The Group’s five largest suppliers during the Track Record Period have established business relationship with the Group for periods ranging from about three to 16 years. In order to maximise flexibility, the Group has not entered into any fixed-term or exclusive agreements with its suppliers. The Directors believe that effective communication is the key to maintain a long-term relationship with its suppliers. The Group views its suppliers as partners and believes that they share a common goal of growing together in the logistics industry.

### **2.7 The Group is ISO certified**

The Group has been awarded the ISO 9001:2008 (UKAS, DSM) Quality Management System Standards Certificate in provision of air freight, sea freight, trucking and warehousing (logistics) services since 2009. The Directors believe that this certification can boost its customers’ confidence on the services provided by the Group.

Being in a service industry, the Group emphasises on consistently upholding the quality of its services. To this end, the Group has in place a quality management team which carries out checks on different departments’ processes on an annual basis, to determine the effectiveness of implementing the quality management system against the requirements of ISO 9001:2008 and the Group’s established requirements. The quality management team is headed by Ms. Tan Yeot Theng, senior vice president of operations, and supported by Ms. Ng Wat Lee, senior customer service manager. As at the Latest Practicable Date, they lead a team of nine internal quality auditors in carrying out the internal audit checks.

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### **3. BUSINESS STRATEGIES**

The Group aims to strengthen its position as an integrated logistics solution service provider in Malaysia. To achieve this, the Group intends to focus on the following strategies:

#### **3.1 Further expand its business in major gateways of Malaysia**

The Group’s presence in major gateways of Malaysia is characterised by representatives or branch offices in major trade hubs such as Port Klang, Kuala Lumpur International Airport, Penang, Johor and Malacca. In recent years, the Malaysian government has announced several plans to develop areas such as Batu Kawan, Iskandar and Malacca.

- (i) Batu Kawan in Penang is a major and new industrial and commercial area chosen by the Malaysian government to develop into a bustling industrial hub. Foreseeing business opportunities, the Group will continue to put in more resources to expand its branch office in Penang. Leveraging on the in-depth knowledge in logistics business in Malaysia, the Group has become one of the multinational manufacturers’ regular forwarding and logistics solution providers with the support of its business partners such as Company F. Since 2011, the Penang branch has grown from one employee to 44 employees with international customers to support its growth. So far as the Directors are aware, many companies are in the process of constructing their manufacturing plants in Batu Kawan. The Directors expect there are still ample business opportunities in Penang to cultivate multinational companies as customers.
- (ii) Iskandar is the main southern development corridor in Johor. There are two sea ports in Johor, namely Johor Port and Port of Tanjung Pelepas. According to the Iskandar Regional Development Authority, since 2006 until November 2015, Iskandar-Malaysia has recorded about RM187.96 billion in total cumulative committed investments. The Group foresaw increasing business activities and demand of logistics service in Johor, therefore branch office was set up in 2014 to provide supporting services for the integrated logistics solution services. This gives the Group an edge by improving the efficiency of the Group in providing services to its customers and overseas freight forwarders in Johor.
- (iii) Malacca is located in the southern region of Malay Peninsula next to the Straits of Malacca. In February 2015, the Malaysia Transport Minister announced that the existing port in Malacca would be expanded to become an international shipping port after China identified Malacca as part of its 21st Century Maritime Silk Route economic belt. In September 2015, a memorandum of understanding was signed between Malacca and Guangdong Province of China to develop a Maritime Industrial Park, the Guangdong-Malacca Industrial Estate for manufacture of electrical consumer goods, the construction of a deep-sea port in Malacca and the provision of land-use areas for purposes of trade and commerce. The Directors envision great potential of Malacca being transformed into

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the largest port in South East Asia once the huge investment brought by the Chinese materialises. The Directors have put their foresight into action and set up an office in Malacca in October 2015.

### **3.2 Expand the scope of services to cover cross border trucking, haulage and rail freight**

As a freight forwarding and logistics provider, the Group is well-positioned to provide logistics services to its customers in Thailand and other ASEAN countries in light of the formation of AEC on 31 December 2015.

The integration of Southeast Asia’s diverse economies into a single market with 625 million people and a combined gross domestic product of USD2.5 trillion in 2014 will signify more opportunities for the Group. Coupled with ASEAN members coming together to:

- enhance infrastructure and communications connectivity;
- develop electronic transactions through e-ASEAN framework; and
- integrate industries through promotion of regional sourcing, etc.

AEC will transform the ASEAN economy into a region with free movement of goods, services, investment, skilled labour and freer flow of capital. The Directors believe that the opening up of the borders among the ASEAN countries and the upgrading of the railway track to the electrified double-tracking from the border of Thailand to Penang and Kuala Lumpur will shorten the transportation time and reduce costs and open up growth potential for cross border trades. In view of this, the Group intends to expand its trucking and haulage services to the southern part of Thailand and provide logistics services using railway so as to capture the growing opportunities in the demand for this service. Warehouses are expected to be set up in Penang and Padang Besar, Perlis, located at the border of Thailand, as distribution centres.

### **3.3 Further strengthen the information technology systems**

The Group intends to consolidate, upgrade and maintain the information technology systems across various functions, and is in discussion with programmers to finalise the web-based *Freight Management 3000* system. The system will allow the Group to integrate the functions of customer service, operations, warehousing and accounting into one centralised system. At the same time, the system will allow customers to track and trace their cargo, and monitor the level of inventory they have placed for storage at the Group’s warehouses.

### **3.4 Attract and retain talented and experienced employees**

The Directors believe that the Group’s success depends on its ability to hire and cultivate experienced, motivated and well-trained employees. The Group will continue to offer its employees competitive welfare packages and the opportunity to grow with the business. In 2015, the Group embarked on its recruitment drive by joining a career fair organised by the Northern University of Malaysia. This underpins the Group’s commitment to attract young talents to join the Group.



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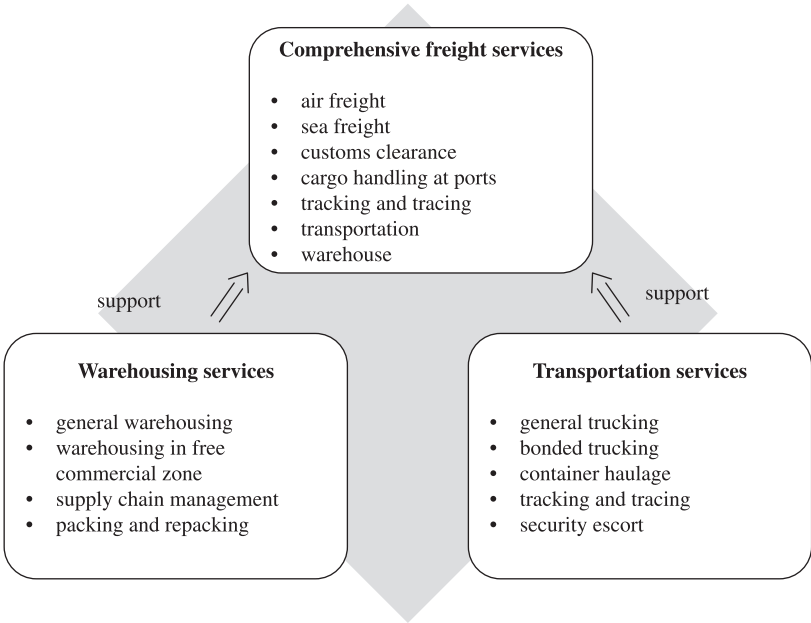
**3.5 Grow the business strategically through business acquisitions or business collaboration**

The Group has a global network of agents to support its regional freight forwarding business expansion. It will continue to maintain its performance within the industry and enhance its competitiveness. The Directors believe that, apart from expanding the scope of the services to cover cross border trucking and haulage, rail transport, seeking collaborations with or acquisitions of appropriate service providers will be critical in enabling the Group to achieve economies of scale, enlarge its customer base and expand its service offerings to the market.

**4. SERVICES AND OPERATIONS**

The Group offers a wide range of freight forwarding and integrated logistics services to meet its customers’ needs, as shown below. The scope of services that the Group provides to its customers varies and depends on their specific needs and requests. Its mission statement of “Service with Security” clarifies the Group’s focus on helping customers to manage their cargo in a secure manner, so as to minimise the risk of theft and loss. The Group’s management team members have equipped themselves with risk management knowledge by attending risk management training, such as understanding ISO 9001:2000 quality management system. The Group has also formulated and implemented security policies and procedures as well as setting up a security task force headed by Mr. Chin to ensure compliance of such policies and procedures. Moreover, the Group will also try its best to provide customers with options on better and more cost effective means to transport their cargo.

The following sets out the Group’s principal services:





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The following table sets out the revenue by types of services typically offered by the Group during the Track Record Period:

Type of service	Year ended 31 December 2014		Year ended 31 December 2015	
	RM'000	%	RM'000	%
1. Comprehensive international freight services				
— air freight services <sup>(1)</sup>	27,101	44.9	47,243	56.9
— sea freight services <sup>(2)</sup>	30,931	51.2	32,744	39.4
2. Transportation services <sup>(3)</sup>	1,998	3.3	2,748	3.3
3. Warehousing services <sup>(4)</sup>	345	0.6	309	0.4
	<u>60,375</u>	<u>100</u>	<u>83,044</u>	<u>100</u>

*Notes:*

- (1) Air freight services represent comprehensive services which includes import & export air freight, customs and clearance, local trucking and haulage to and from airport and customers/warehouse, other services related to air freight.
- (2) Sea freight services represent comprehensive services which includes import & export sea freight, customs and clearance, local trucking and haulage to and from seaport and customers/warehouse, other services related to sea freight.
- (3) The amounts represented the standalone trucking services which did not form part of the comprehensive international freight services. The revenue from supporting transportation services were included in (1) comprehensive international freight services.
- (4) The amounts represented the standalone warehouse services which did not form part of the comprehensive international freight services. The revenue from supporting warehouse services were included in (1) comprehensive international freight services.

### 4.1 Comprehensive international freight services

The Group is principally involved in the following:

- through obtaining cargo space from airlines, shipping lines or relevant agents;
- arranging customs clearance and cargo handling at ports in Malaysia on behalf of direct customers or freight forwarders customers, including paying customs duties on behalf of customers;
- delivering the consigned shipments to the destinations requested by direct customers or freight forwarders customers; and
- storage of goods.

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The Group is a member of six freight forwarding networks, and the connection with a wide range of network freight forwarders from different parts of the world boosts the Group’s capability to meet its customers’ needs. The Group will engage overseas freight forwarders to handle logistics services overseas. The overseas freight forwarders will also engage the Group to handle logistics services in Malaysia. Please refer to paragraph 5 of this section for further details.

The following charts set out the general provision of international freight services by the Group for exports and imports respectively:

Chart 1: Exports out of Malaysia

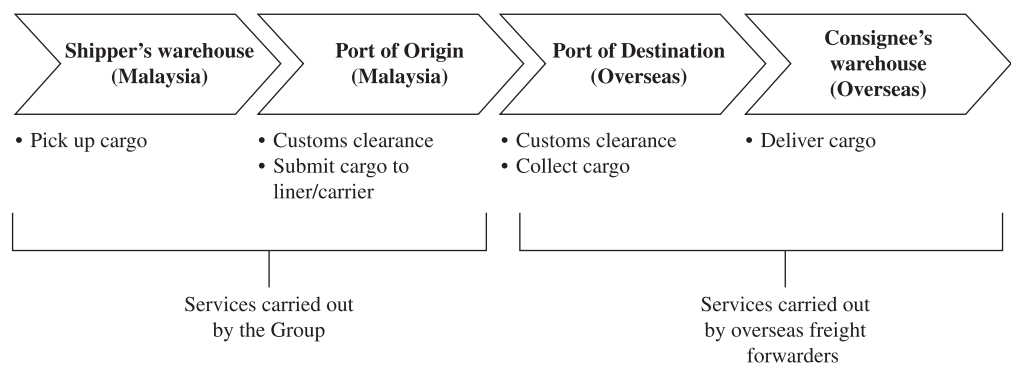
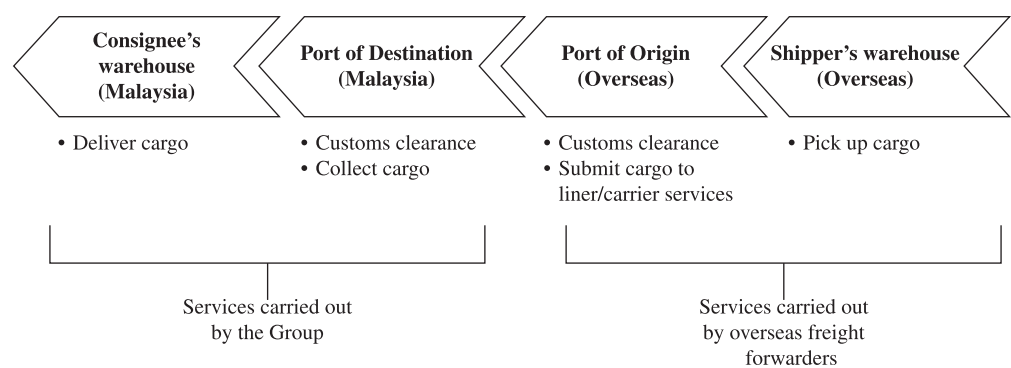


Chart 2: Imports into Malaysia



The Group provides value-added services in conjunction with international freight services such as cost management: (i) the Group advises customers on the correct customs codes to be used for their cargo when completing customs clearance forms to avoid additional costs incurred due to wrong code being filed; and (ii) the Group also assesses overseas freight rates from different carriers/liners in order to provide a better and cost efficient solution that tailors to the customers’ requirement. The Group also liaises with shippers and consignees with respect to monitoring the cargo shipments from booking of freight services till delivery of the cargo.

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In some cases, the Group offers to station its staff at its customers’ workplace to provide timely assistance to fulfill its customers’ needs and to resolve and answer forwarding and logistics issues and queries on the spot. For further details, please refer to paragraph 6 of this section. The Directors believe that the wide scope of value-added services provided by the Group is one of the competitive advantages that the Group enjoys.

### **4.1.1. *Air freight services***

Air freight services make up the largest business segment of the Group for the year ended 31 December 2015.

For export shipment, it involves cargo pick up, obtaining cargo space, document preparation, engaging overseas freight forwarders for the customs clearance and delivery at destination. The Group normally obtains cargo space from the airlines or its appointed agents directly.

For import shipment, it involves checking of the estimated date of arrival and preparing of the documentation for customs clearance upon receiving the pre-alert notification from overseas freight forwarders or customers. Goods will be delivered upon receiving the instruction from overseas freight forwarders or customers.

### **4.1.2. *Sea freight services***

The Group’s provision of sea freight services is the second largest of its business segments for the year ended 31 December 2015 and involves organising shipments for customers and overseas freight forwarders, and managing bookings for cargo space for these shipments. For export cargo, the Group usually obtains cargo space from shipping agents who are responsible for selling cargo space of the shipping lines in their service regions. For import cargo, the freight arrangements are usually handled by the shippers or overseas freight forwarders appointed by the Group. The Group also assists customers and overseas freight forwarders on customs clearance at the port customs.

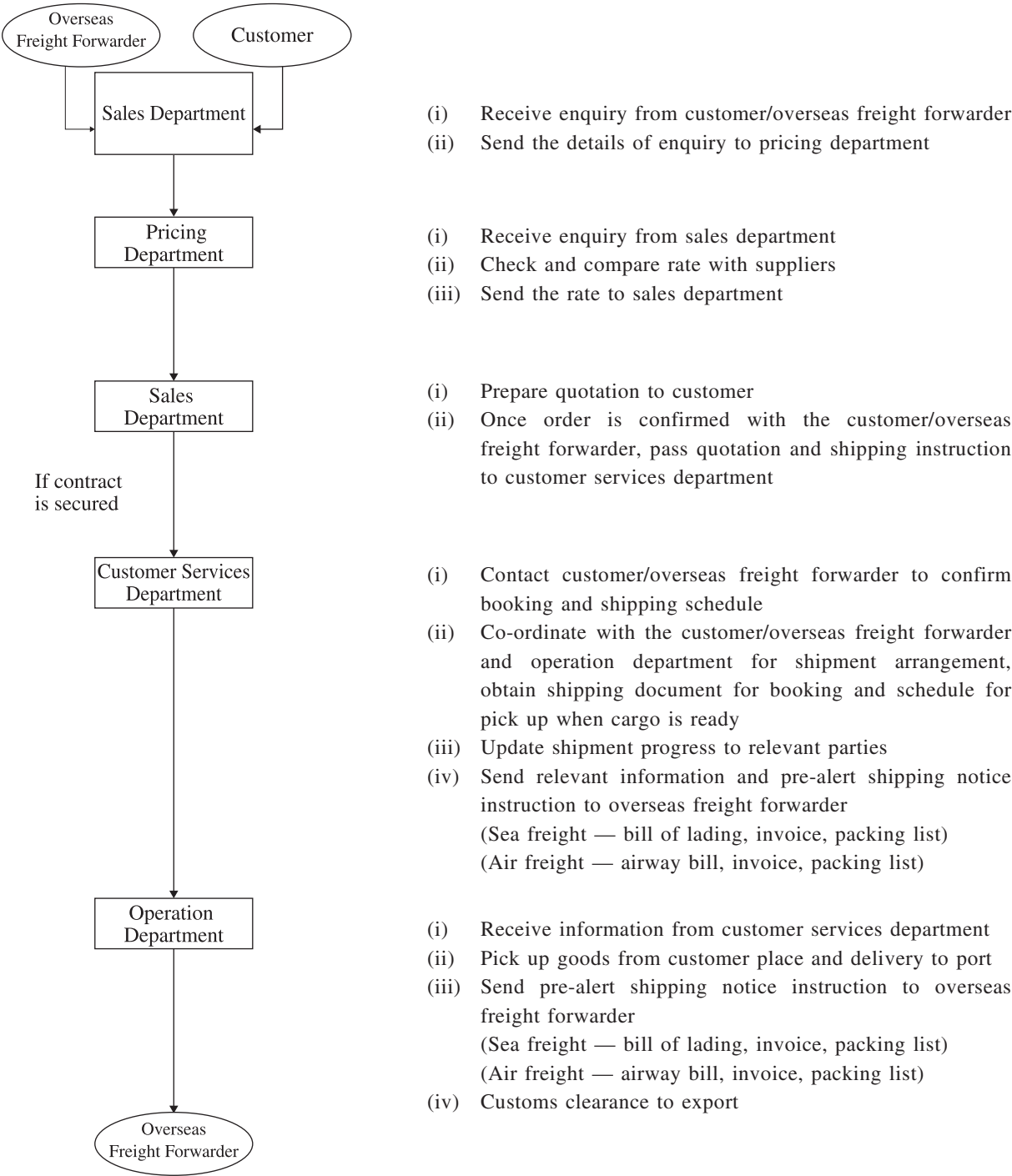
The sea freight services provided by the Group include the following:

- LCL (Less than Container Load) service;
- FCL (Full Container Load) service; and
- Over-sized project cargo which does not fit into a standard shipping container.

The following charts set out the workflows of exports and imports freight services provided by the Group, respectively.

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Chart 3: Workflow of export freight services<sup>(1)</sup>

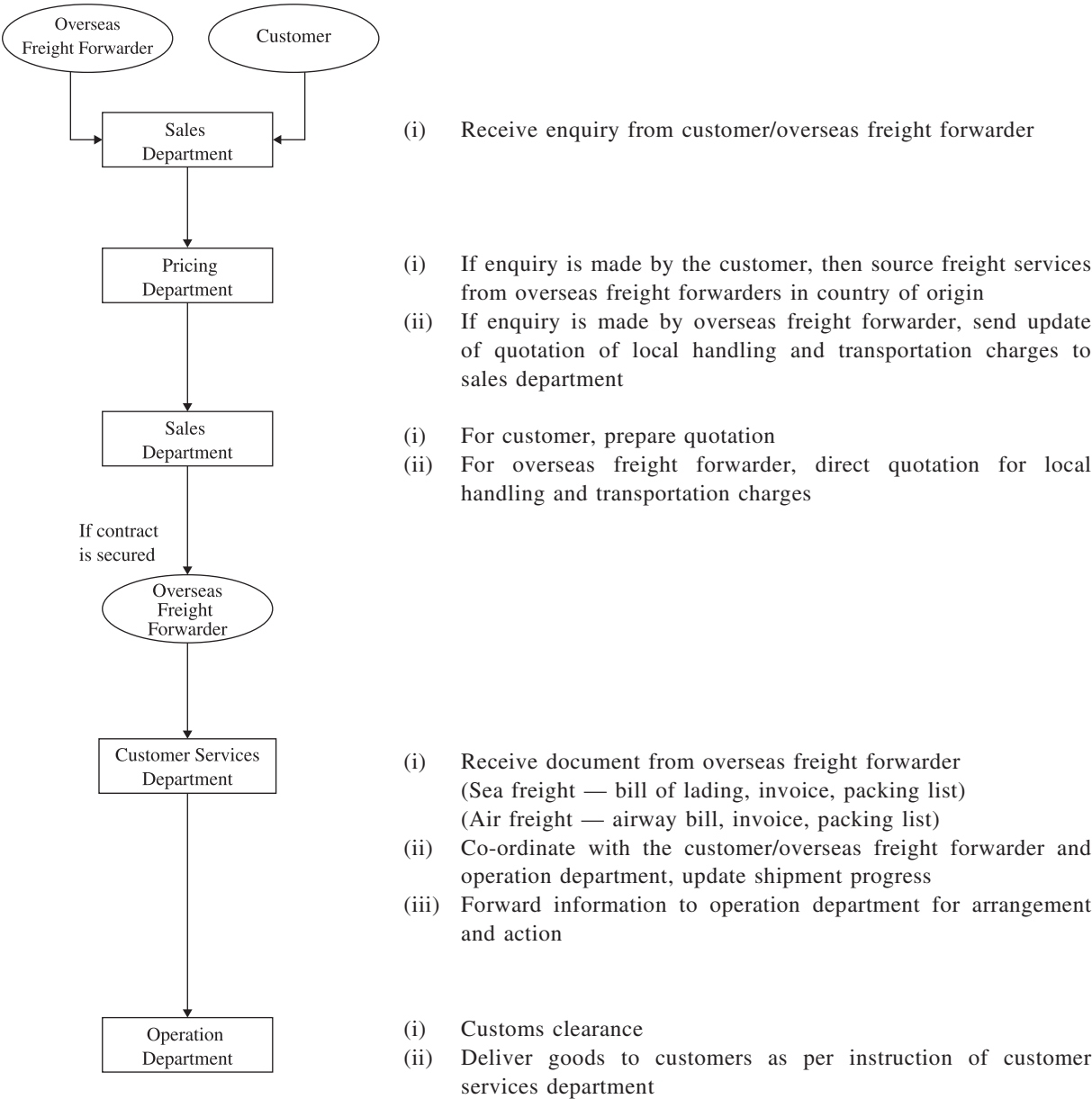


Note:

(1) This flowchart of export freight services is based on the general arrangement with customer/overseas freight forwarder. There will be some variation of workflow for different incoterms.

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Chart 4: Workflow of import freight services<sup>(1)</sup>



Note:

(1) This flowchart of import freight services is based on general arrangement with customer/overseas freight forwarder. There will be some variation of workflow for different incoterms.

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### **4.2 Transportation Services**

To support its international freight business, the Group offers transportation services, comprising transporting cargo from warehouses or designated locations to ports and vice versa. As at 31 December 2015, the Group owned a fleet of 25 trucks, 10 prime movers and 69 trailers to support transportation of containers and loose cargo. The vehicles are of various sizes and tonnages to support its trucking and haulage activities. Trucks are also fitted with GPS, an indication of the Group’s commitment to its mission statement of “Service with Security”. As at 31 December 2015, the Group had 25 employees responsible for trucking and haulage services, led by four supervisors and managers.

The Group provides the following transportation services:

- General trucking — transporting general merchandise that does not require refrigeration, controlled humidity, or other special handling.
- Bonded trucking — transporting cargo with unpaid duty. To operate bonded trucks in free commercial zone across Malaysia, approval from the Royal Malaysian Customs Department is required. The cargo is sealed by a customs officer before leaving the free commercial zone, and is removed by a customs officer when the bonded cargo reaches its destination (which is another free commercial zone).
- Container haulage — moving containerised cargo over land.

The Directors believe that risk management is important, particularly with high value cargo like laptops and sensitive cargo like passports. Staff are trained to carry out checks on cargo to ensure they are not tampered with. Trucks are equipped with GPS (to monitor cargo on real-time basis), immobilisers (to cut the engine), panic buttons for drivers in case of hijacking. The Group also provides security escort services especially for high-value cargo that is prone to hijacking.

In order to increase the flexibility and cost effectiveness in carrying out its transportation service, the Group will also engage independent subcontractors where the need arises. Please refer to paragraph 7.1 of this section for more details.

### **4.3 Warehousing Service**

The Group offers warehousing services to its customers as part of the integrated logistics solutions services. During the Track Record Period, the Group mainly engaged Independent Third Parties to provide its warehousing services in Port Klang, Kuala Lumpur International Airport and Penang Airport.

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In September 2015, the Group rented a warehouse in Port Klang and provided its own general warehousing services. The goods stored by the Group for its customers were general merchandise included electronics and electrical products, medical products, food supplements, telecommunications, furniture, consumer-related products, and general cargo. The warehouse was in temporary use and has terminated upon shifting to its owned warehouse. In March 2016, the Group’s owned warehouse in Port Klang with the gross floor area of approximately 6,366 sq.m. (total land area of approximately 11,466 sq.m.) was set up for operations.

In October 2015 and February 2016, the Group rented warehouses in the free commercial zone area in Penang airport and Kuala Lumpur international airport, respectively. [These warehouses are expected to be in operation in April 2016 to support its international freight services.] The warehouses in the airports can be served as temporary storage places for goods in transit or transport to consignees in Malaysia. As the warehouses are located at free commercial zone, goods can be stored without paying duties on them. Duties will come due only when the goods are released for sale. If the goods are for re-export, duties will not be incurred. For laws and regulations related to free commercial zone, please refer to the section headed “Regulatory Overview” in this document for further details.

The Group has obtained the certificate of membership from TAPA (Transported Asset Protection Association) as a registered Corporate Lite Member of TAPA Asia Pacific from 1 January 2016 to 31 December 2016. TAPA is a global forum that unites global manufacturers, logistics providers, freight carriers, law enforcement agencies and other stakeholders with the common aim of reducing losses from international supply chains. TAPA certified companies must pass a detailed independent physical premises audit to ensure compliance with numerous Facility Security Requirements (FSRs). The FSRs specify the minimum standards for security throughout the supply chain and the methods used to maintain those standards.

Additional warehousing services provided by the Group are:

- Supply chain management, such as pick & pack, distribution, stock & inventory reports to facilitate efficient and effective monitoring and coordination of flow of goods from manufacturers, warehouses, transporters, and customers.
- Packing and re-packaging services — sorting, wrapping, sealing and labelling customer’s goods for transport and distribution.

As at Latest Practicable Date, spreading over three locations in Kuala Lumpur International airport, Penang airport, and Port Klang (located near the two sea ports (west port and north port) in Port Klang), the Group is providing warehousing services in the warehouses equipped with closed circuit surveillance systems.



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### 5. FREIGHT FORWARDING NETWORKS

To support the comprehensive international freight services, the Group joined six global freight forwarding networks. The members of the networks are freight forwarders from more than 186 countries which cover developed countries in US, Europe, Australia, Asia as well as countries in Africa, Latin America and Middle East. As at 31 December 2015, the total number of network members are more than 6,000.

The Directors believe that the benefits of joining the networks include the following:

- the Group has access to quality freight forwarding partners in various parts of the world, whom it can rely on to carry out customs clearance and cargo handling at the overseas ports for both imports and exports;
- there are more opportunities for the Group to find new freight forwarding partners and attract new business through these partners;
- the Group can rely on high standards of service provided by the freight forwarding partners as the network organisations will normally assess the freight forwarders carefully before accepting them as the member of the networks; and
- the Group can utilize the worldwide freight forwarding networks to provide a complete range of international freight forwarding services which allows its customers to obtain point-to-point pick-up and delivery services from worldwide origins to Malaysia and from Malaysia to worldwide destinations.

Apart from network overseas freight forwarders, the Group also engaged Independent Third Party non-network overseas freight forwarders which are usually recommended by the Group’s existing customers or suppliers.

For all business transactions between the Group and the overseas freight forwarders, the Group will handle the freight, local transportation and customs clearance in Malaysia, whilst the overseas freight forwarders will provide similar services in their countries.

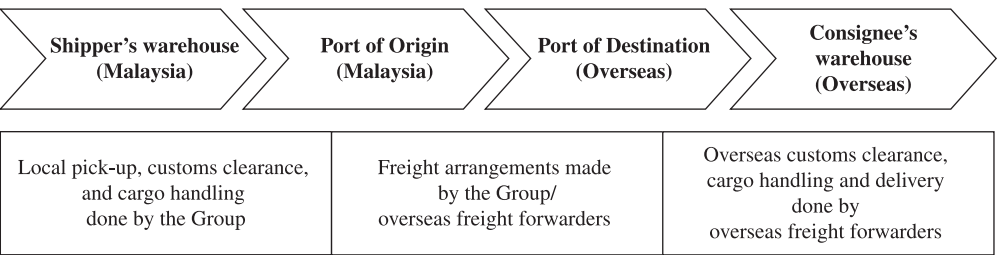
As the network overseas freight forwarders are governed by the terms imposed by respective networks, no agreement is signed except where agreements are requested by these overseas freight forwarders for approval of payment purposes. In some cases, agreement may also be signed with the non-network overseas freight forwarders, below are the key terms generally included in such agreement:

- to provide each other with sales leads and/or specific instruction on purchase orders;
- to follow up in a timely manner for all sales and operation communication; and
- profit will be shared on a 50/50 basis for secured shipments that are mutually sold and/or mutually routed freight.

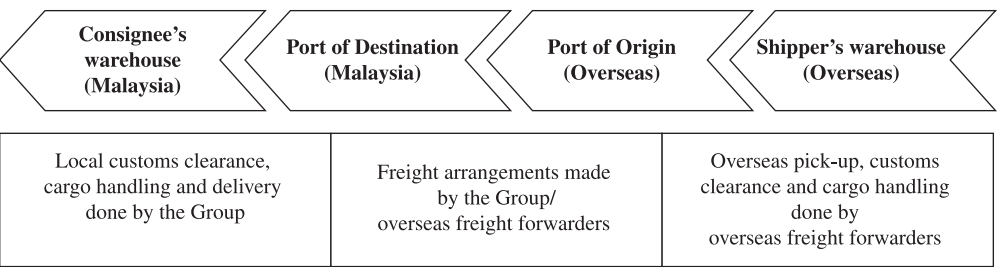
**BUSINESS**

The chart below shows the parties normally in charge of handling the freight arrangements for exports and imports:

**Chart 5: Freight arrangements for exports out of Malaysia by various parties**



**Chart 6: Freight arrangements for imports into Malaysia by various parties**



**6. CUSTOMERS**

The Group’s customers comprise direct customers and freight forwarder customers. During the Track Record Period, none of the Directors, their close associates or any Shareholder (who or which, to the knowledge of the Directors own more than 5% of the issued share capital of the Company as at the Latest Practicable Date) has any interest in any of the top five largest customers, all of which are Independent Third Parties. Some of the Group’s customers during the Track Record Period are also its suppliers as they are freight forwarders whom the Group relied on for their freight forwarding services.

The Group works with customers to develop logistics solutions that meet their unique requirements. For example, in respect of its provision of integrated logistics solution services to one of its customers in Penang, the Group places its employees at the customers’ workplace to act as a one point contact. The Directors believe that such arrangement can allow the Group to provide immediate response to the customers’ request and further enhance the efficiency of the Group’s services.

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The Group does not any have long term contracts with its customers, or those which restrict the customers to use its services for specific durations or to fulfil a minimum volume of shipments over any duration. The Group operates in a competitive industry, and the quotations to its customers contain terms and conditions which it believes to be in line with the industry practice.

For each of the two years ended 31 December 2014 and 2015, the Group’s five largest customers accounted for approximately 44.1% and 52.9% of its revenue, respectively, and the largest customer accounted for approximately 18.9% and 32.0% of its revenue, respectively.

The following tables set forth the details of the Group’s five largest customers during the Track Record Period:

**For the year ended 31 December 2014:**

<u>Customer</u>	<u>Background</u>	<u>Approximate length of relationship with the Group as at the Latest Practicable Date</u>	<u>Approximate percentage of total revenue</u>
Company F	An international freight forwarder and a group member of a company listed on the New York Stock Exchange	6 years	18.9%
Company B	A Malaysian company manufacturing electronic goods	3 year	13.8%
Company I	A Malaysian listed company specialising in digital identity and electronic passports	16 years	5.2%
Company A	A Malaysian-based manufacturer of dry food-based products	11 years	3.8%
Company G	A Malaysian-based company specialising in connectivity for fixed and mobile wireless networks	11 years	2.5%

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**For the year ended 31 December 2015:**

<u>Customer</u>	<u>Background</u>	<u>Approximately length of relationship with the Group as at the Latest Practicable Date</u>	<u>Approximate percentage of total revenue</u>
Company F	An international freight forwarder and a group member of a company listed on the New York Stock Exchange	6 years	32.0%
Company B	A Malaysian company manufacturing electronics goods	3 years	13.4%
Company I	A Malaysian listed company specialising in digital identity and electronic passports	16 years	2.9%
Company A	A Malaysian-based manufacturer of dry food-based products	11 years	2.5%
Company H	A freight forwarder in Canada	5 years	2.0%

### 6.1 Pricing Policy

The Group prices its services on a cost-plus basis, and takes into account various factors which may include the following:

- the types of services provided;
- the types of cargo;
- cost of cargo spaces and fees of third party service providers, including overseas freight forwarders and subcontractors;
- the prevailing market rates offered by the Group’s competitors; and
- the Group’s budget and determination of a reasonable profit margin.

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The Group may offer discounts to its long-term customers.

The Group’s pricing department has drawn up and put in place a price list for internal guidance and reference by the sales, customer service and finance department employees. The price list is subject to review by the pricing department from time to time to reflect changes in the relevant prices in the freight forwarding and logistics industry.

Based on the price list, the sales department employees will provide quotations to customers showing rates and charges for various types of services required by the customers. Normally, these quotations will remain until the new round of pricing review by the pricing department.

The operations department employees will regularly update the customer service department via the Sysfreight system on the progress of the customs clearance. When a job is completed, the operations department will forward the working documents to the finance department, which will issue invoices to its customers based on the quotations. Please refer to paragraph 15 of this section of this document for more details.

During the Track Record Period, revenue from the Group’s services was derived from various parts of the world, and was mainly denominated in RM or in USD. Generally, payment method is by bank transfer or cheque. Please see paragraphs 3.2 and 12.4 of the section headed “Financial Information” in this document for more details.

### **6.2 Credit Policy**

The Group generally grants a credit period of range of 30 to 60 days from the invoice date, but variation from this period may occur on a case-by-case basis depending on the following:

- customer’s background, reputation and credibility;
- customer’s payment history in the industry; and
- customer’s business relationship with the Group.

The Group’s credit policy extends to services such as those related to carrying cargo from point of origin to point of delivery, including freight arrangement, customs clearance fee, land transportation, and any other logistics related activities.

In order to collect overdue trade receivables, the Group’s finance department monitors material overdue payments closely. A weekly aging report showing the customers’ overdue amounts is prepared to follow up with the customers listed in the report. Follow-up actions to collect overdue trade receivables include, among others, communication with the relevant department of the customer responsible for processing payments. To discourage overdue trade receivables, the Group may also place the customer’s order on hold for any of the following reasons:

- customer’s credit line has exceeded the credit limit;
- customer’s payments are overdue or inconsistent;

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- customer faces financial hardships or operational setback; and
- termination of business relationship with customer.

The Group may also request customers who often have late payment issues to pay for the GST and duty portion of the bill. During the Track Record Period, the Group did not experience any material difficulty in collecting payments.

As at 31 December 2014 and 2015, the Group recorded trade receivables of approximately RM11.5 million and RM17.6 million, respectively, of which RM6.0 million and RM8.6 million, respectively, had been past due but not impaired as the Directors consider that the amounts were due from customers with no default history during the Track Record Period.

### **6.3 Provision Policy**

The Group’s policy for impairment loss on trade receivables is based on an evaluation of the past payment record and the financial difficulty of the trade receivables. Provision will be made for the trade receivables when there are events or changes in circumstances which indicates that the balances may not be collectible. The Group reviews its trade receivable balance and any overdue balances on an ongoing basis, and assessments are made on the collectability of overdue balances.

No impairment loss on trade receivables was incurred during the Track Record Period.

### **6.4 Customer Service**

The Group recognises that good customer service is integral to its reputation in the freight forwarding and logistics industry and to customer loyalty. As such, the Group has dedicated sales department which carries out sales calls to potential customers and customer service department which handles customer general enquiries, service bookings, complaints and feedback, and provides daily updates to customers on their shipments. Both departments participate in the process of assessing whether to accept a new customer. Other than getting the sales department employees to approach potential customers, the Group’s new customers are usually referred to the Group by existing customers and overseas freight forwarders.

Upon receiving enquiry for the Group’s services, the sales department employees will discuss with the potential customers to understand their service requirements. The Group endeavours to work out the optimal way to support the customers with the aim to establish long-term relationships with them. In order to evaluate potential customers and to comply with internal control risk management process, the Group also places emphasis in carrying out background checks on potential customers. For example, the Group will request potential customers for relevant documents to understand their credit position, customers and ownership background.

The customer service department works together with the sales department to monitor bookings and update the customers on their shipment.

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As at 31 December 2015, the Group had 14 and 25 employees in the sales department and customer service department, respectively. The Directors confirmed that the Group had not experienced any material complaints by its customers and did not have any disputes with them during the Track Record Period.

### **7. SUPPLIERS**

The Group’s suppliers are mainly suppliers of cargo space, suppliers of overseas freight and logistics services (overseas freight forwarders) and local service providers providing ground transportation, warehousing and other logistics related services (subcontractors).

The Group will require the bank guarantees with the Royal Malaysian Customs Department for the convenience of making cheque payments for transactions such as customs duties and goods and services tax (GST). Such bank guarantees are provided by the Group’s banks.

For the years ended 31 December 2014 and 2015, the Group’s top five suppliers were suppliers of cargo space and overseas freight forwarders, with total purchases from these top five suppliers accounting for approximately 33.5% and 46.9% of total cost of sales, respectively. For the same periods, the Group’s largest supplier accounted for approximately 13.0% and 25.9% of total cost of sales, respectively. The Group does not have long term agreements with its suppliers. The Group’s suppliers generally offer a credit period of 0 to 30 days, e.g. shipping lines generally do not grant any credit term. During the Track Record Period, none of the Directors, their close associates or any Shareholder (who or which to the knowledge of the Directors owns more than 5% of the issued share capital of the Company as at the Latest Practicable Date) has any interest in any of the top five largest suppliers, all of which were Independent Third Parties.



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The following table sets forth the details of the Group’s five largest suppliers during the Track Record Period:

**For the year ended 31 December 2014:**

<u>Supplier</u>	<u>Background</u>	<u>Approximate length of relationship with the Group as at the Latest Practicable Date</u>	<u>Approximate percentage of the Group’s total cost</u>
Company C	A Malaysian air cargo agent providing air freight services	3 years	13.0%
Company F	An international freight forwarder and a group member of a company listed on the New York Stock Exchange	6 years	8.6%
Company D	A Malaysian company providing freight forwarding	16 years	5.5%
Company L	A German cargo airline	4 years	3.8%
Company S	A freight forwarder in China	7 years	2.5%

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**For the year ended 31 December 2015:**

<u>Supplier</u>	<u>Background</u>	<u>Approximate length of relationship with the Group as at the Latest Practicable Date</u>	<u>Approximate percentage of the Group’s total cost</u>
Company C	A Malaysian air cargo agent providing air freight services	3 years	25.9%
Company F	An international freight forwarder and a group member of a company listed on the New York Stock Exchange	6 years	11.2%
Company D	A Malaysian company providing freight forwarding	16 years	6.5%
Company E	A Malaysian shipping line and one of the agencies listed in Taiwan	15 years	1.7%
Company J	A freight forwarder in Taiwan	6 years	1.5%

The largest customer and second largest supplier of the Group during the Track Record Period, Company F, is a worldwide freight forwarding service provider. For further details, please refer to paragraph 8 of this section.

As at 31 December 2014 and 2015, the Group recorded trade payables of approximately RM4.5 million and RM9.5 million, respectively. During the Track Record Period and up to the Latest Practicable Date, the Group did not receive any material complaints from its suppliers due to late payments nor did the Group suffered material shortage of cargo space or other services from its suppliers. The Group also did not have any disputes with its suppliers during the Track Record Period.

### **7.1 Subcontracting arrangement**

During the Track Record Period, the Group subcontracted some of its logistics services, including part of its customs clearance, trucking and haulage services and warehousing services in Malaysia to Independent Third Party providers. The Directors believe that such subcontracting arrangements would (i) increase flexibility and cost effectiveness in carrying out its services; and (ii) reduce fixed overhead costs such as depreciation costs incurred for additional trucks and trailers, and salaries for additional employees and drivers. For the years ended 31 December 2014 and 2015, the subcontracting fees from top five subcontractors accounted for approximately 5.4% and 3.6% of the Group’s total direct costs, respectively.

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The following tables set forth the details of the Group’s five largest subcontractors during the Track Record Period:

**For the year ended 31 December 2014:**

<u>Subcontractor</u>	<u>Background</u>	<u>Length of relationship with the Group as at the Latest Practicable Date</u>	<u>Subcontracting fees RM’ million</u>	<u>Approximate percentage of the Group’s total cost of sales</u>
Subcontractor 3	Subcontractor for haulage	3 years	0.8	1.6%
Subcontractor 5	Subcontractor for custom clearance and warehousing services	15 years	0.5	1.0%
Subcontractor 6	Subcontractor for haulage	5 years	0.5	1.0%
Subcontractor 2	Subcontractor for trucking	5 years	0.4	1.0%
Subcontractor 1	Subcontractor for haulage	3 years	0.4	0.8%

**For the year ended 31 December 2015:**

<u>Subcontractor</u>	<u>Background</u>	<u>Length of relationship with the Group as at the Latest Practicable Date</u>	<u>Subcontracting fees RM’ million</u>	<u>Approximate percentage of the Group’s total cost of sales</u>
Subcontractor 1	Subcontractor for haulage	3 years	0.7	1.1%
Subcontractor 2	Subcontractor for trucking	5 years	0.6	1.0%
Subcontractor 3	Subcontractor for haulage	3 years	0.4	0.7%
Subcontractor 4	Subcontractor for trucking	2 years	0.3	0.4%
Subcontractor 5	Subcontractor for custom clearance and warehousing services	15 years	0.3	0.4%

The Group selects its subcontractors based on (i) service commitment and track record with respect to their reliability; (ii) past working relationship experience; and (iii) financial conditions.

The Group did not enter into any long-term subcontracting agreements with any subcontractors during the Track Record Period. Normally, the Group’s subcontractors will provide quotations showing prices for different types of services required by the Group, and these will be subject to renewal on a periodic basis.

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The Directors are of the view that the subcontracting arrangement is common within the logistics industry. The Group maintained cordial and long-term co-operative relationships with its subcontractors and will exercise all reasonable endeavours to cultivate and maintain such relationships.

### 8. RELATIONSHIP WITH COMPANY F

The Group’s largest customer and second largest supplier during the Track Record Period, Company F, is an international freight forwarding service provider, and one of the operating companies of a group listed on the New York Stock Exchange. Company F appointed Worldgate Express as a non-exclusive regional service provider in Malaysia effective from 1 January 2010. From 1 January 2010 through the date of this document, so far as the Directors are aware, Company F has had no other regional service provider in Malaysia. Company F engaged the Group to provide logistics services to its customers in Malaysia. The Group also will engage Company F to provide logistics services in countries outside of Malaysia.

The following tables set out the Group’s revenue and cost of sales during the Track Record Period attributable to services provided to and by Company F and other customers and other suppliers, respectively:

**Table: Comparison of revenue attributable to services provided to  
Company F and other customers**

	<u>Year ended 31 December 2014</u>		<u>Year ended 31 December 2015</u>	
	RM’000	%	RM’000	%
Company F	11,439	18.9	26,611	32.0
Other customers	<u>48,936</u>	<u>81.1</u>	<u>56,433</u>	<u>68.0</u>
	<u>60,375</u>	<u>100</u>	<u>83,044</u>	<u>100</u>

**Table: Comparison of cost of sales attributable to services provided by  
Company F and other suppliers**

	<u>Year ended 31 December 2014</u>		<u>Year ended 31 December 2015</u>	
	RM’000	%	RM’000	%
Company F	4,065	8.6	6,980	11.2
Other suppliers	<u>42,924</u>	<u>91.4</u>	<u>55,251</u>	<u>88.8</u>
	<u>46,989</u>	<u>100</u>	<u>62,231</u>	<u>100</u>

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The Directors believe that the stable relationship with Company F is mainly due to the Group’s reputation in the freight forwarding industry, its range of services offered, its knowledge and experience in the Malaysian logistics industry, its ability to meet their stringent requirements as well as its service quality.

The Directors believe that the experience gained in working with Company F will enable the Group to obtain a deeper understanding of the requirements and quality standards of its multinational customers, and will help the Group to improve its service quality offered to other customers. Further, the Directors also believe that the working relationship with the listed company’s group member is testament to its service standards, which in turn can attract more customers. As such, the Directors are of the view that the cooperation between Company F and the Group is valuable.

### **8.1 Major terms of the service agreement with Company F**

The Group’s agreement with Company F has a term of one year with an option to renew subject to further negotiation. The current service agreement was recently renewed and extended to 31 December 2016. The major salient terms are set out below:

Services offered	:	complete range of international freight forwarding services
Payment terms	:	the Group and Company F will issue monthly statements to each other in respect of the services rendered for the month, with net settlement of statements between the two parties thereafter
Credit period	:	One month
Termination clause	:	the agreement may be terminated by the Group or Company F upon 30 days prior written notice of termination for any reason or no reason with no penalty, damages or remuneration to the other party

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### **9. SEASONALITY**

As a freight forwarding and logistics service provider in Malaysia, the Group is primarily engaged in providing services to its customers to serve their needs along their supply chains as well as distribution network. Therefore, the Group’s business performance is affected, to a large extent, by its customers’ business performance and developments.

The demand for the Group’s services fluctuate in tandem with the demand for its customers’ products. In general, demand for the Group’s services is higher during the second half of the year. Accordingly, comparison of sales and operating results from different periods in any given financial year may not be relied upon as indicators of the Group’s performance.

### **10. SALES AND MARKETING**

The Group’s history in the freight forwarding and logistics industry in Malaysia can be traced back to November 1999. The Directors believe that the Group will be able to rely on its established relationships with its existing customers, customer referrals, the six network trading partners and its reputation in the industry to expand its business. Therefore, it does not rely heavily on promotional activities for such purposes.

Apart from Company F and direct customers, the Group also leverages on the networks of independent overseas freight forwarders to obtain customers. There are businesses obtained from the leads provided through international sea/air freight business conducted hand-in-hand with overseas freight forwarders. Therefore, senior management of the Group will from time to time attend meetings organised by the six networks. During the Track Record Period, the Group has attended a number of network meetings organised by different networks in Madrid, Mauritius, Phuket, Japan, Guangzhou, Shanghai and Hong Kong.

Despite the above, the Group is aware of the need of maintaining a market presence and awareness of its brand. To this end, some of its employees, who are mainly the operational employees, will put on staff uniforms during work. The Group’s name and logo are also displayed prominently on its fleet of vehicles. In addition, when the Group receives awards and certifications, this also indirectly promotes the Group’s brand at the award ceremonies and through publication coverage of such ceremonies.

The Group’s sales department and customer service department work together to provide support for the Group’s operations. The sales department is responsible for establishing and maintaining relationships with the customers, preparing price quotations, and collecting customer service requirements and feedback, while the customer service department manages the freight and logistics arrangements for the customers, deals with customer complaints and feedback, and provides update service to customers.

Apart from the headquarters in Puchong Selangor, there are sales staff stationed at other branch offices in Malaysia including Penang and Malacca branch offices who are responsible for the Group’s sales and marketing.

## BUSINESS

### 11. EMPLOYEES

The Group has a total of 134 and 157 full-time employees as at 31 December 2014 and 2015, respectively. A breakdown of the full-time employees by function and branch location as at Latest Practicable Date is set forth below:

<b>Function</b>	<b>No. of employees</b>
Management	6
Finance and accounting	17
Human resources and administration	16
Customer service	29
Management information systems	2
EHS & security	1
Sales	13
Operations	31
Pricing	4
Transportation and haulage	36
Warehouse	5
Legal and compliance	1

Total number of employees	<u><u>161</u></u>
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<b>Branch location</b>	<b>No. of employees</b>
Headquarter in Puchong, Selangor	45
Kuala Lumpur International Airport branch	5
Malacca branch	3
Penang branch	43
Port Klang branch	30
Warehouse in Port Klang	5
Yard in Telok Gong	21
Yard in Nilai	9

Total number of employees	<u><u>161</u></u>
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Please refer to the section headed “Directors, Senior Management and Staff” in this document for further details of the Group’s employees.



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### **11.1 Relationship with staff**

The management policies, working environment, development opportunities and employee benefits have contributed to employees’ satisfaction levels and retention level. As part of its human resources policies, the Group organises bonding activities, such as bowling activities and annual staff dinners, to allow employees to build up teamwork and to strengthen their bonding. During the Track Record Period, the Group did not experience any strike or labour dispute with its staff which had caused significant disruption to the Group’s business operations.

### **11.2 Recruitment and remuneration**

The Group recognises that its success in the freight forwarding and logistics industry is dependent on its employees. The Group recruits its employees based on their industry experience and interpersonal skills.

The Group generally pays its employees a fixed salary and a discretionary performance based bonus. For the years ended 31 December 2014 and 2015, the Group’s staff costs, including Directors’ emoluments, were approximately RM6.3 million and RM7.6 million, respectively.

In order to attract and retain valuable employees, the Group reviews the performance of its employees and such review results will be taken into account during the annual salary review and promotion appraisal period.

### **11.3 Training**

The Group values its employees as human capital and invest resources to educate and maintain their standards so that they can make a greater contribution to the Group’s success.

Employees are provided with appropriate training to enhance their capability. The Group provides both internal and external training regarding the basic logistics knowledge, relevant regulations, internal quality audit and other useful topics. For new hires, the Group provides an induction training programme followed by on-the-job training during their six-month probation period, and continually monitors their progress throughout the probation period.

Department managers are responsible for identifying and evaluating the training needs of their subordinates. Applications to the human resources department shall be submitted for training course arrangements.

## **12. ENVIRONMENTAL PROTECTION, HEALTH AND WORK SAFETY**

Due to the nature of its business, the Group does not directly generate industrial pollutants and did not incur any cost of compliance with applicable environmental protection rules and regulations during the Track Record Period. During the Track Record Period and as at the Latest Practicable Date, the Group did not have any material non-compliance issues in respect of any applicable laws and regulations on environmental protection.

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Human capital is one of the key pillars of the Group’s success. The Group follows the health and safety-related rules and regulations set out in the Occupational Safety and Health Act 1944. To ensure its employees work in a safe and healthy environment, the Group has a safety, health and environmental team headed by Ms. Tan Yeot Theng, senior vice president, operation. The Group also established a safety and health policy for its employees to follow. In addition, the Group provides occupational safety education and trainings, conducted by external trainers, to raise employees’ awareness of safety issues. Please refer to the section headed “Regulatory Overview” in this document for further details.

During the Track Record Period, the Group did not experience any significant incidents or accidents in relation to employees’ safety or any non-compliance with the applicable laws and regulations relevant to the health and work safety issues.

### **13. QUALITY MANAGEMENT**

The Group considers its ability to uphold the quality of its freight forwarding and logistics services as crucial to its long term growth, and counts this ability as one of its competitive advantages in the industry. The Group has obtained the ISO 9001:2008 certification since 2009, an internationally recognised standard for quality management.

The Group’s quality management team is responsible for the following:

- formulating and implementing systematic quality management policies and standard operating procedures for the Group’s operational processes in order to maximise the overall quality consistency of its services;
- overseeing compliance of the quality management policies and procedures by different departments of the Group;
- carrying out internal audits to identify areas for improvements; and
- preparing the results of external quality accreditation audits for discussion in the management review meetings.

The quality management team is headed by Ms. Tan Yeot Theng, senior vice president of operation and supported by Ms. Ng Wat Lee, senior customer service manager. Together, they lead a team of nine internal quality auditors in carrying out the above mentioned responsibilities. To ensure that all team members are equipped with the requisite knowledge of ISO and the necessary skillset to carry out internal audits, the team has attended internal quality audit training and workshop organised by external trainer in 2014.

During the Track Record Period and up to the Latest Practicable Date, there was no incident of failure of the Group’s quality management which had a material impact on its business operations.

## BUSINESS

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### 14. MARKET AND COMPETITION

According to EMI, the logistics and/or freight forwarding industry in Malaysia is fragmented and competitive. In 2014, overall revenue receipts of logistics services and freight forwarding services in Malaysia amounted to approximately RM30,104 million and approximately RM15,654 million, respectively. Industry players have estimated that, in 2014, there had been approximately 10,000 logistics and/or freight forwarding establishments, of which only some 2,000 hold customs broker licences (and just over half this number affiliated to the Federation of Malaysian Freight Forwarders). While several local firms have reported sizable market returns, the industry continues to be dominated by multinational firms that have a competitive advantage in economies of scale and wider geographical footprint. The industry is expected to move towards greater consolidation as freight forwarding and logistics companies are encouraged to provide integration across various transport intermediaries along the logistics supply chain in Malaysia. This consolidation will allow the companies to compete with the multinational firms on a more equal footing. Please refer to paragraph 5 of the section headed “Industry Overview” in this document for details.

The Directors believe that the Group primarily competes with the competitors based on the comprehensiveness of service (including freight forwarding services, transportation, warehouse and other value-added services), quality of service (including professionalism, reliability and timeliness) and price. The multinational players have more business resources in securing global servicing contract with multinational companies. The Group has been appointed as a regional service provider to one of the multinational freight forwarding service providers, Company F, since 2010. Leveraging on Company F’s network, the Group is able to obtain more business from multinational companies.

### 15. INFORMATION TECHNOLOGY

The Group utilises the *MyCargo2U software system* for customs declaration. In addition, the operations and customer service departments use the *Sysfreight system* to coordinate the movement of cargo in and out of Malaysia. The accounting department uses the *YL accounting software* to maintain its books and to prepare invoices to the Group’s customers. The human resources department uses *Sage payroll system* for the Group’s payroll function. The Group will conduct backup for its IT system including *Sysfreight system*, *YL accounting software* and *Sage payroll system* on a periodic basis.

The Group is in the midst of changing to a new system (namely *Freight Management 3000*) to integrate its customer service, operations and accounting functions. The complete *Freight Management 3000* system will include financial management module, customer relations management module and warehouse management module. The system will also allow customers to log in to track and trace their cargo, and monitor the level of inventory they have placed for storage at the Group’s warehouses.

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## BUSINESS

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### 16. INTELLECTUAL PROPERTY RIGHTS

As at the Latest Practicable Date, the Group had registered a series of four trademarks and three domain names in Malaysia. Please refer to Appendix V in this document for further details.

The Directors confirmed that the Group had not experienced any infringement to its intellectual properties during the Track Record Period which had a material adverse effect on its business, results of operations, financial condition and prospects. During the Track Record Period and up to the Latest Practicable Date, the Group was not involved in any disputes or litigation relating to the infringement of the intellectual property rights, nor is the Group aware of any such claims either pending or threatened.

## BUSINESS

### 17. PROPERTIES

#### 17.1 Owned properties

As at the Latest Practicable Date, the Group owned the following office spaces and warehouse.

No.	Location of property	Approximate gross floor area/total parcel area (sq.m.)	Nature
1	No. 42, Jalan Puteri 2/2, Bandar Puteri Puchong, 47100 Puchong, Selangor Darul Ehsan, Malaysia	697	Headquarters
2	Lot 9066, Jalan Udang Gantung, Telok Gong, 42000 Port Klang, Selangor Darul Ehsan, Malaysia	6,366	Warehouse
3	No. 69-A&B, Jalan Bayu Tinggi 6/KS6, Taman Bayu Tinggi, 41200 Klang, Selangor Darul Ehsan, Malaysia	421	Branch office
4	D-Latour, 20-19, Type 2B, D’Latour@DK City Bandar Sunway, 40150 Shah Alam, Selangor Darul Ehsan	71 <sup>(1)</sup>	Staff hostel
5	The Hub@SS2, SV18-03A, #18, Type B2, The Hub@SS2, Selangor	89 <sup>(1)</sup>	Staff hostel

*Note:*

- (1) The total parcel area is compiled based on the sale and purchase agreement as the property was under development as at [27 January 2016], the valuation date.

## BUSINESS

### 17.2 Leased properties

As at the Latest Practicable Date, the Group leased the following office spaces, haulage yards and warehouses. All the leases were entered into with Independent Third Parties.

No.	Location of property	Approximate area (sq.m.)	Nature	Landlord	Date of expiry of lease
1	Lot B 2A-1, Block B, Free Commercial Zone, KLIA Cargo Village, Kuala Lumpur International Airport, 64000 Sepang, Selangor, Darul Ehsan, Malaysia	324	Warehouse	Maskargo Logistics Sdn Bhd	31 January 2018
2	Lot 02, Block B, MAB Cargo Agents Building, Penang Caigo Complex, Free Commercial Zone 1, Penang International Airport, 11900 Penang, Malaysia	385	Warehouse	Malaysia Airlines Berhad	31 August 2016
3	Lot 14863, Jalan Udang Gantung, Kampung Telok Gong, 42000 Port Klang, Selangor, Malaysia	10,198 <sup>(2)</sup>	Haulage yard	Yap Cheng Chon and Yap Chin Yu	16 February 2017
4	Lot 27437, Jalan BBN 5/2A, Desa Jasmin, Bandar Nilai Utama, 71800 Nilai, Negeri Sembilan, Malaysia	1,217	Haulage yard	Soon Chong Motors (Nilai) Sdn Bhd	30 April 2016
5	No. 29C-3A-07 & 29C-3A-08, Maritime Plaza, Lebuh Sungai Pinang 5, 11600 Georgetown, Penang, Malaysia	2,454	Branch office	Ong Chooi Kim, Towering Estate Sdn. Bhd. <sup>(1)</sup>	14 October 2016
6	No. 11-1, Jalan TTC 26B, Taman Teknologi Cheng, 75250 Melaka, Malaysia	146 <sup>(2)</sup>	Branch office	Wong Meng Hung	14 October 2017
7	1st floor of No. 142A, Jalan Sri Pelangi, Taman Pelangi, 80400 Johor Bahru, Johor, Malaysia	72 <sup>(2)</sup>	Branch office	Sri Paka Engineering Sdn Bhd	15 September 2016

*Notes:*

(1) Ong Chooi Kin is the landlord of 29C-3A-07 while Towering Estate Sdn Bhd is the landlord of 29C-3A-08.

(2) This information is based on the Group's estimation.

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As at 31 December 2014 and 2015, the Group’s properties had a net carrying amount of approximately RM13.4 million and RM14.5 million, respectively.

### **18. LIABILITY MANAGEMENT & INSURANCE**

The Group maintains insurance policies against loss or damage to its office and business interruption, public liability insurance, group personal accident insurance, and insurance against marine and road transit liabilities. The Directors believe that the insurance coverage taken up is adequate and sufficient for the Group’s operations and is in line with normal commercial practices of the industry. For example, during the Track Record Period, one truck was lost and was fully covered by the Group’s insurance. Further, in cases where the Group is proven to be liable for any loss or damage, including any financial loss resulting from any error or omission suffered by the customer, the maximum liability of the Group shall not exceed RM100,000, in accordance with the Standard Trading Condition issued by Federation of Malaysian Freight Forwarders. Further, customers are responsible for their own cargo insurance for all perils depending on the pre-agreed incoterms. The Group are insured adequately under limited liability insurance, covering negligence, error or mishandling of products.

During the Track Record Period, there was one incident that the Group’s cargo in-transit was hijacked and the trailer and cargos were all found. The Group has not received any claim from the customer and did not suffer any loss in the incident. The Directors are of the view that the Group has adequate insurance coverage to mitigate the loss or damages in the event of a claim. In addition, one trailer was lost under the customer’s custody and was fully covered by the insurance.

The Directors have confirmed that the Group was not subject to any material insurance claims or liabilities arising from its operations during the Track Record Period and the Group did not make any material insurance claims during the Track Record Period.

### **19. LITIGATION AND COMPLIANCE**

The Directors confirmed that during the Track Record Period and up to the Latest Practicable Date, there was no non-compliance incident the nature of which is material impact non-compliance or systemic non-compliance. The Directors also confirmed that during Track Record Period and up to the Latest Practicable Date, none of the members of the Group were engaged in any litigation, claims or arbitration of material importance and no litigation, claim or arbitration of material importance is known to the Directors to be pending or threatened against any member of the Group. The Directors also confirmed that during the Track Record Period and up to the Latest Practicable Date, the Group had obtained all necessary permits, approvals and licenses to operate its existing business in Malaysia from relevant governmental bodies.



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### 20. AWARDS AND CERTIFICATIONS

The following table sets out the Group’s major awards and certificates obtained since 2010:

<u>Year(s) of certification/award</u>	<u>Certification/award</u>	<u>Awarding organisation or authority</u>
2016	SMEs Best Brands Award in Logistics — Brand of the Year 2015–2016	The BrandLaureate
2015	ISO 9001:2008 (UKAS, DSM) in provision of air freight, sea freight, trucking and warehousing (logistics) services	Bureau Veritas Certification Holding SAS
2015	ASEAN Transport and Logistics Award	Centre for ASEAN Logistics Studies
2015	Top 10 GFP Partner	GFP Global Forwarding Partners Inc
2014	The BrandLaureate Signature Brand Award — Services Logistic Solutions	Asia Pacific Brands Foundation
2013	The BrandLaureate SMEs Best Brands Award for Corporate Branding — Logistic Freight Forwarder	Asia Pacific Brands Foundation
2013	Golden Eagle Award	Nanyang Siang Pau
2010/2011	Asia Pacific Top Excellence Brand	Global Business Magazine

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### 21. LICENCES AND PERMITS

The Group’s businesses are conducted in a regulated environment, and licences and permits have to be obtained and remain valid during its operations. Please refer to the section headed “Regulatory Overview” in this document for further details. As at the Latest Practicable Date, the Group has obtained the following major licences and permits for its business operations:

Group member	Licence/permit	Issuing authority	Date of latest licence/ permit granted	Expiry date
<b>Worldgate Express</b>	Permission to act as forwarding agent (SMK BON No. 10000297/15)	Royal Malaysian Customs Department	22 September 2015	18 January 2019
	Operator’s licence (No. 499783-A(LA); serial No. L076977)	Land Public Transport Commission of Malaysia	20 October 2015	22 March 2018
	Temporary Business and Advertisement Licence (No. 01021014955620158)	Klang Municipal Council	17 February 2016	8 December 2016
	Business and Advertisement Licence (No. 0101065861820074)	Klang Municipal Council	9 December 2015	31 December 2016
	Business and Advertisement Licence (No. 2120090100050)	Subang Jaya Municipal Council	21 December 2015	31 December 2016
	Temporary Business and Advertisement Licence (No. 209081100052015)	Malaysia Historic City Council	13 October 2015	12 April 2016
<b>Mr. Chin on behalf of Worldgate Express</b>	Business Premise Licence (No. L0016280-0)	Seremban Municipal Council of Seremban	8 January 2016	31 December 2016
<b>Lee Kim Seong on behalf of Worldgate Express</b>	Business and Advertisement Licence (No. KOM00002044)	City Council of Penang Island	6 January 2016	31 December 2016
<b>Freight Transport</b>	Operator’s licence (No. 885428-M(LA); serial No. L071238)	Land Public Transport Commission of Malaysia	14 August 2014	13 August 2019
	Business and Advertisement Licence (No. 0101119693020100)	Klang Municipal Council	8 January 2016	31 December 2016
	Business and Advertisement Licence (No. 01011112652320130)	Klang Municipal Council	8 January 2016	31 December 2016
	Business Premise Licence (No. 01600642015)	Johor Bahru City Council	1 January 2016	31 December 2016
<b>My Forwarder</b>	Business and Advertisement Licence (No. 01011112647120138)	Klang Municipal Council	7 December 2015	31 December 2016

In addition to the aforementioned, Worldgate Express had also on 30 June 2014 acquired the status of an International Integrated Logistics Service (IILS) granted by Malaysian Investment Development Authority. For the avoidance of doubt, there is no expiry date for such status.

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The Directors have confirmed that the Group has obtained all material requisite licences and permits for its operations as at the Latest Practicable Date and the Group has obtained all relevant licences and permits in Malaysia which are material for its business operations from the relevant government bodies and has complied with all the applicable laws, rules and regulations, and/or all applicable international conventions in its own jurisdiction in all material aspects since its establishment.

Some of the Group’s licences and permits are subject to renewal. The Group will renew all existing licences and permits accordingly before its respective expiry dates. The Group has not experienced any refusal of renewal of the licences and permits necessary for its operations during Track Record Period and up to the Latest Practicable Date. The Directors confirm that they are not aware of any circumstances that would significantly hinder or delay the renewal of these licences and permits.

## 22. RISK MANAGEMENT AND INTERNAL CONTROL

In the course of conducting business, the Group is exposed to various types of risks, including operational risks, market risks, liquidity risk, credit risks and regulatory risks, the details of which have been disclosed under the section “Risk Factors” in this document. The Group has established a set of risk management policies and measures to identify, evaluate and manage risks arising from its operations. The following table sets out some of the primary risks the Group faces that may materially and adversely affect the Group’s business, financial condition and results of operation and its risk management measures:

<u>Primary operational risks</u>	<u>Risk management measures</u>
<b>Risk of failing to renew its licences</b>	<ul style="list-style-type: none"> <li>— During the Track Record Period, the Group has subcontracted its customs clearance and part of its transportation business to subcontractors. Should the Group fail to renew relevant licences, it can subcontract relevant services to these existing subcontractors.</li> </ul>
<b>Risk of cargo hijacking, theft and damages</b>	<ul style="list-style-type: none"> <li>— The Group adopts risk management measures such as GPS and paid security escort services. Please refer to paragraph 4.2 of this section for further details.</li> <li>— The Group maintains insurance policies against loss and damage to its customers’ cargo.</li> <li>— There is a limitation of liability for loss and damage of cargo during transportation set by relevant freight associations. Please refer to paragraph 18 of this section for further details.</li> </ul>

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### Primary operational risks

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### Risk management measures

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**Risk of being fined for illicit goods transported by its customers**

- The Group performs background checks on new customers. Please refer to paragraph 6.4 of this section for further details.
- The Group will file a police report for any unclaimed and/or suspicious cargo. In order to discharge its liability, the Group will ensure that the security seal of the cargo remained intact to maintain the integrity of the cargo during the course of transportation.

**Risk of increase in freight and transportation cost**

- The Group prices its services on a cost-plus basis. It is expected that this risk is mitigated by passing on the cost to the customers whenever possible.

**Risk of over dependent on the information technology**

- The Group has in place a disaster recovery plan covering the critical application analysis, recovery timing and damage assessment for the *Sage payroll system*, *YL accounting software* and *Sysfreight system* and server for external backup.
- For backup process of the IT systems, please refer to paragraph 15 of this section for further details.

In addition, the Group faces financial risks, which have been disclosed in paragraphs 3 and 12 of the section headed “Financial Information” in this document.

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### **On-going measures to implement the risk management policies**

In order to continually improve the Group’s internal control and risk management system upon [REDACTED], the Group has established an on-going process for identifying, evaluating and managing the significant risks faced by the Group. The key procedures that the Group has established and implemented are summarised as follows:

- segregating duties and functions of the respective operational departments of the Group;
- reviewing systems and procedures to identify, measure, manage and control risks; and
- updating the staff handbook, internal control manual and compliance manual where there are changes to business environment or regulatory guidelines.

The Group will continually monitor and improve its risk management measures to ensure that these measures work in line with the growth of its business.