

SCHEDULE 1
SALIENT TERMS OF CUMULATIVE REDEEMABLE PREFERENCE SHARES

I	Issue date	The date of issuance of the CRPS by the Company to the Subscriber, commencing from 15 th October 2020.
II	Subscription price	RM1.00 per CRPS, payable by the Subscriber to the Company on the Subscription Date.
III	Total Subscription	900,000,000 of CRPS with minimum of 25,000 per unit of subscription at RM25,000 per lot. Of which, the Company is given opportunity to participate in the Treasure Global Inc (“TGI”) Fund-raising exercise, to start with First Round capital raising up-to USD10 million, representing 2,500,000 shares at USD4 per share. Please refer to TGI’s Profile for detail information.
IV	Minimum subscription	USD5,000 (Based on RHB Bank Berhad’s prevailing exchange rate & transaction cost).
V	Targeted Return on Investment (“ROI”)	<ul style="list-style-type: none"> • Each CRPS shall for as long as it is not redeemed, carry a target annual return of 12% per annum, plus with the Conversion option into TGI’s IPO shares, estimated 17 SCB CRPS units into 1 TGI IPO shares. • The targeted IPO price is between USD13 to USD16 per share. • The returns in form of dividend are payable half yearly, on pro-rata basis. • The CRPS holders are given option to withdraw the dividend in cash or reinvest the dividend into the Fund. • If the Company has failed to pay the dividend on the financial year, it will be carried forward to the following financial year.
V	Investment Period	Up to 5 (five) years.
VI	Maturity Date	A day falling immediately before the fifth (5 th) anniversary of the Issue Date or upon conversion of SCB’s CRPS to TGI IPO shares, whichever earlier.
VII	Redemption	<ol style="list-style-type: none"> i. The Company entitled to redeem the CRPS held by the Subscribers at the redemption price, upon payment of equivalent to one hundred (100%) of the Subscription Price (“Redemption Price”), plus unpaid interest thereon. ii. The Subscribers are allowed convert any part of the outstanding principal of any CRPS at the conversion ratio in effect at the time of Conversion, at the discretion of the Company. iii. The Company is not encouraging early redemption by the Subscribers as it would disrupt the investment strategies of the Fund. Therefore, a penalty of fifty percent (50%) on the Subscription Price shall be imposed by the Company in the event of any redemption prior to the second (2nd) anniversary of the Issue Date. iv. The Company would redeem up to 50% of the Subscription Amount shall TGI fails to be listed as an IPO company, together with unpaid interest thereon during the investment period of up to 3 years. v. Should the Subscribers not redeem by converting into TGI Shares and remain subscribed until maturity of the Fund, the investment will be fully redeemed (100%) with the accrued dividend. The Company will earn Carried Interest of 30% over a hurdle of 12% p.a. return to Subscribers. The remaining 70% is for the Subscribers where distribution is prorated.
VIII	Winding-up	In the event any liquidation, dissolution, winding up or other return on repayment of capital of the Company, the Subscribers shall be entitled to have 50% the assets available for distribution among the members applied first in payment of a sum equivalent to the aggregate of the Subscription Price for the CRPS and any unpaid Dividend/Interest in priority to any capital, dividend or other payments to holders of ordinary shares or any other class of shares of the Company.
IX	Voting Rights against SCB CRPS	<p>The Subscriber shall have no right to receive any notice of and attend all general meetings of the Company provided that the CRPS shall not carry any right to vote at any general meeting of the Company except in any of the following circumstances;</p> <ol style="list-style-type: none"> i. The business of the meeting includes any resolution that varies the rights attached to the CRPS, the creation of further shares ranking in any respect in priority to with the CRPS shall deemed to be variation of the rights attached to CRPS, ii. The business of the meeting includes any resolution for the liquidation, dissolution or winding up of the Company, iii. The business of the meeting includes any proposal to affect any arrangement, iv. In such other circumstances as may be expressly provided under the Companies Act 2016 or any other laws from time to time in respect of the CRPS. <p>In any of aforesaid circumstances, if voting by way of show of hand, each Subscriber shall have one (1) vote and if voting by way of poll, each Subscriber shall have one (1) vote for each CRPS held by him/her/it.</p>