## FIRST SUPPLEMENTARY BASE PROSPECTUS



First Supplementary Base Prospectus relating to the offering of Structured Warrants to be issued by

KENANGA INVESTMENT BANK BERHAD (Company Registration No. 197301002193 (15678-H)) (A Participating Organisation of Bursa Malaysia Securities Berhad) (Incorporated in Malaysia under the Companies Act 2016)

This First Supplementary Base Prospectus dated 29 August 2024 ("First Supplementary Base Prospectus") is a supplemental to and must be read together with the Base Prospectus dated 27 May 2024 ("Base Prospectus") published by Kenanga Investment Bank Berhad ("KIBB" or the "Issuer") for the purpose of giving updated information with regard to the Issuer and the Structured Warrants to be issued from time to time (within the validity period of the Base Prospectus after 12 months from the date of the Base Prospectus. The specific terms and conditions relating to each series of Structured Warrants will be set out in the term sheets to be issued for the Structured Warrants, which will be supplemental to, and must be read together with the Base Prospectus and this First Supplementary Base Prospectus.

You are warned that the price or the level of the Underlying Instruments and the price of the Structured Warrants may fall in value as rapidly as it may rise and you may sustain a total loss of your investment. You should therefore make sure you understand the terms and conditions of the Structured Warrants offered, the risk factors involved, and where necessary seek professional advice before investing in the Structured Warrants.

The Structured Warrants constitute general unsecured contractual obligations of the Issuer and of no other person. Therefore, if you purchase the Structured Warrants, you are relying on the creditworthiness of the Issuer and have no recourse/rights against the Underlying Company which has issued the Underlying Shares, the manager or trustee of the Underlying ETF, the Underlying Index Sponsor and/or any companies forming part of any indices to which the Structured Warrants relate.

INVESTORS ARE ADVISED TO READ AND UNDERSTAND THE CONTENTS OF THE BASE PROSPECTUS AND THIS FIRST SUPPLEMENTARY BASE PROSPECTUS. IF IN DOUBT, PLEASE CONSULT A PROFESSIONAL ADVISER.

FOR INFORMATION CONCERNING RISK FACTORS WHICH SHOULD BE CONSIDERED BY PROSPECTIVE INVESTORS, SEE RISK FACTORS COMMENCING ON PAGE 15 OF THE BASE PROSPECTUS.

The date of this First Supplementary Base Prospectus is 29 August 2024 and will expire on 26 May 2025



Kenanga Investment Bank Berhad Company No. 197301002193 (15678-H)

#### **RESPONSIBILITY STATEMENTS**

OUR DIRECTORS HAVE SEEN AND APPROVED THIS FIRST SUPPLEMENTARY BASE PROSPECTUS. OUR DIRECTORS COLLECTIVELY AND INDIVIDUALLY ACCEPT FULL RESPONSIBILITY FOR THE ACCURACY OF THE INFORMATION CONTAINED IN THIS FIRST SUPPLEMENTARY BASE PROSPECTUS AND CONFIRM HAVING MADE ALL REASONABLE ENQUIRIES, AND TO THE BEST OF THEIR KNOWLEDGE AND BELIEF, THERE IS NO FALSE OR MISLEADING STATEMENT OR OTHER FACTS THE OMISSION OF WHICH WOULD MAKE ANY STATEMENT IN THIS FIRST SUPPLEMENTARY BASE PROSPECTUS FALSE OR MISLEADING.

WE ACKNOWLEDGE THAT, BASED ON ALL AVAILABLE INFORMATION, AND TO THE BEST OF OUR KNOWLEDGE AND BELIEF, THE BASE PROSPECTUS AND THIS FIRST SUPPLEMENTARY BASE PROSPECTUS CONSTITUTES A FULL AND TRUE DISCLOSURE OF ALL MATERIAL FACTS CONCERNING THE OFFERING OF THE STRUCTURED WARRANTS ("OFFER").

#### STATEMENTS OF DISCLAIMER

THIS FIRST SUPPLEMENTARY BASE PROSPECTUS HAS BEEN REGISTERED BY THE SECURITIES COMMISSION MALAYSIA ("**SC**"). THE REGISTRATION OF THIS FIRST SUPPLEMENTARY BASE PROSPECTUS SHOULD NOT BE TAKEN TO INDICATE THAT THE SC RECOMMENDS THE STRUCTURED WARRANTS OFFERING OR ASSUMES RESPONSIBILITY FOR THE CORRECTNESS OF ANY STATEMENT MADE, OPINION EXPRESSED OR REPORT CONTAINED IN THE BASE PROSPECTUS AND THIS FIRST SUPPLEMENTARY BASE PROSPECTUS. THE SC HAS NOT, IN ANY WAY, CONSIDERED THE MERITS OF THE STRUCTURED WARRANTS BEING OFFERED FOR INVESTMENT.

THE SC IS NOT LIABLE FOR ANY NON-DISCLOSURE ON THE PART OF THE ISSUER AND TAKES NO RESPONSIBILITY FOR THE CONTENTS OF THE BASE PROSPECTUS AND THIS FIRST SUPPLEMENTARY BASE PROSPECTUS, 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 THE BASE PROSPECTUS AND THIS FIRST SUPPLEMENTARY BASE PROSPECTUS.

YOU SHOULD RELY ON YOUR OWN EVALUATION TO ASSESS THE MERITS AND RISKS OF THE INVESTMENT. IF YOU ARE IN ANY DOUBT AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKERS, BANK MANAGERS, SOLICITORS, ACCOUNTANTS OR OTHER PROFESSIONAL ADVISERS IMMEDIATELY.

APPROVAL WILL BE OBTAINED FROM BURSA MALAYSIA SECURITIES BERHAD ("**BURSA SECURITIES**") FOR THE LISTING OF AND QUOTATION FOR THE STRUCTURED WARRANTS BEING OFFERED. ADMISSION OF THE STRUCTURED WARRANTS TO THE OFFICIAL LIST OF BURSA SECURITIES IS NOT TO BE TAKEN AS AN INDICATION OF THE MERITS OF OUR INVITATION, CORPORATION AND SECURITIES.

A COPY OF THIS FIRST SUPPLEMENTARY BASE PROSPECTUS HAS ALSO BEEN LODGED WITH THE REGISTRAR OF COMPANIES, WHO TAKES NO RESPONSIBILITY FOR THE CONTENTS OF THIS FIRST SUPPLEMENTARY BASE PROSPECTUS.

#### OTHER STATEMENTS

YOU SHOULD NOTE THAT YOU MAY SEEK RECOURSE UNDER SECTIONS 248, 249 AND 357 OF THE CAPITAL MARKETS AND SERVICES ACT 2007 ("**CMSA**") FOR BREACHES OF SECURITIES LAWS INCLUDING ANY STATEMENT IN THE BASE PROSPECTUS AND THIS FIRST SUPPLEMENTARY BASE PROSPECTUS THAT IS FALSE, MISLEADING OR FROM WHICH THERE IS A MATERIAL OMISSION OR FOR ANY MISLEADING OR DECEPTIVE ACT IN RELATION TO THE BASE PROSPECTUS AND THIS FIRST SUPPLEMENTARY BASE PROSPECTUS OR THE CONDUCT OF ANY OTHER PERSON IN RELATION TO THE ISSUER.

THE INFORMATION DISCLOSED IN THE BASE PROSPECTUS AND THIS FIRST SUPPLEMENTARY BASE PROSPECTUS IS IN ACCORDANCE WITH THE REQUIREMENTS UNDER THE CMSA FOR WHICH ANY PERSON SET OUT IN SECTION 236 OF CMSA IS RESPONSIBLE.

THE DISTRIBUTION OF THE BASE PROSPECTUS AND THIS FIRST SUPPLEMENTARY BASE PROSPECTUS AND THE SALE OF STRUCTURED WARRANTS IN CERTAIN JURISDICTIONS OUTSIDE MALAYSIA MAY BE RESTRICTED BY LAW. YOU ARE REQUIRED TO BE AWARE AND OBSERVE THE LAWS OF COUNTRIES OR JURISDICTIONS OTHER THAN MALAYSIA THAT YOU ARE OR MIGHT BE SUBJECT TO.

ADDITIONAL INFORMATION AND TERMS RELATING TO EACH OFFERING WILL BE SET OUT IN THE RESPECTIVE TERM SHEETS, WHICH WILL BE SUPPLEMENTAL TO, AND MUST BE READ TOGETHER WITH THE BASE PROSPECTUS AND THIS FIRST SUPPLEMENTARY BASE PROSPECTUS.

THE BASE PROSPECTUS AND THIS FIRST SUPPLEMENTARY BASE PROSPECTUS CAN ALSO BE VIEWED OR DOWNLOADED FROM THE BURSA SECURITIES' WEBSITE AT <u>www.bursamalaysia.com</u>.

THE DETAILS ON PERSONAL DATA PROTECTION ACT 2010 ("**PDPA**") ARE AVAILABLE AT KIBB's WEBSITE, https://kenanga.com.my/pdpa/.

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For the avoidance of doubt, the terms used in this First Supplementary Base Prospectus shall have the same meanings given to them in the Base Prospectus issued by KIBB unless otherwise specifically defined herein or the context otherwise requires or permits.

#### 1.1 Corporate Directory

We wish to update Section 1 – Corporate Directory (contained on pages 1 of the Base Prospectus) as follows:

#### Directors

Pursuant to the appointment of Angeline-Ong Su Ming as an Independent Non-Executive Director of KIBB with effect from 4 June 2024 and change of address of Choy Khai Choon with effect from 11 July 2024, the composition of the KIBB Board (contained on page 1 of the Base Prospectus) is replaced in its entirety with the following:

Name/ Designation	Address	Profession	Nationality
Tan Sri Dato' Seri Syed Zainol Anwar Ibni Syed Putra Jamalullail (Chairman/ Independent Non-Executive Director)	Sri Cemerlang Lot 75, Jalan 16/9 46350 Petaling Jaya Selangor Darul Ehsan	Company Director	Malaysian
Ismail Harith Merican (Non-Independent Non- Executive Director)	No. 9, Jalan 12/19 46200 Petaling Jaya Selangor Darul Ehsan	Company Director	Malaysian
Luk Wai Hong, William (Non-Independent Non- Executive Director)	7C Balmoral Park #07-02 Singapore 259865	Company Director	Hong Kong
Jeremy Bin Nasrulhaq (Senior Independent Non- Executive Director)	No. 1, Jalan BU3/3 Bandar Utama 47800 Petaling Jaya Selangor Darul Ehsan	Company Director	Malaysian
Norazian Binti Ahmad Tajuddin (Independent Non- Executive Director)	No. 4, Jalan Paya Lebar Empat 27/10D Seksyen 27 40400 Shah Alam Selangor Darul Ehsan	Company Director	Malaysian
Kanagaraj Lorenz (Independent Non- Executive Director)	No. 74, Jalan Pudina Bukit Bandaraya Bangsar 59000 Kuala Lumpur Wilayah Persekutuan	Company Director	Malaysian
Choy Khai Choon (Non-Independent Non- Executive Director)	Twins@Damansara Heights Unit A26-2, No. 2 Jalan Damanlela 50490 Kuala Lumpur Wilayah Persekutuan	Company Director	Malaysian

Name/ Designation (Cont'd)	Address (Cont'd)	Profession (Cont'd)	Nationality <i>(Cont'd)</i>
Chin Siew Siew (Independent Non- Executive Director)	69, Jalan SS22/34 Damansara Jaya 47400 Petaling Jaya Selangor Darul Ehsan	Company Director	Malaysian
Angeline-Ong Su Ming (Independent Non- Executive Director)	E1-12-2 Bukit Utama 1, No. 3 Changkat Bukit Utama PJU 6 Bandar Utama 47800 Petaling Jaya Selangor Darul Ehsan	Company Director	Malaysian

# Group Board Risk Committee ("GBRC")

Pursuant to the changes to the composition of the GBRC with effect from 1 August 2024 with the -:

- (i) appointment of Angeline-Ong Su Ming as a member of the GBRC; and
- (ii) cessation of Chin Siew Siew as a member of the GBRC,

the composition of the GBRC (contained on page 2 of the Base Prospectus) is replaced in its entirety with the following:

Name	Designation	Directorship in KIBB
Norazian Binti Ahmad Tajuddin	Chairman	Independent Non-Executive Director
Luk Wai Hong, William	Member	Non-Independent Non-Executive Director
Kanagaraj Lorenz	Member	Independent Non-Executive Director
Choy Khai Choon	Member	Non-Independent Non-Executive Director
Angeline-Ong Su Ming	Member	Independent Non-Executive Director

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## 1.2 History and Background

Section 6.1.1 – History and Background (contained on pages 35 and 36 of the Base Prospectus) is updated by adding a sentence at the end of the eighth (8<sup>th</sup>) paragraph to reflect the change in business direction of Rakuten Trade Singapore Pte. Ltd., due to the change in the broking business environment in Singapore. Accordingly, Section 6.1.1 is replaced in its entirety to read as follows:

Our Company was incorporated in Malaysia under the Act on 6 September 1973 as a private company under the name 'K & N Kenanga Sdn'. The Company was subsequently converted to a private limited company under the name 'K & N Kenanga Sdn Bhd' on 10 May 1975. Following the conversion to a public limited company on 7 December 1995, the Company's name was changed to 'K & N Kenanga Bhd'. The Company assumed its present name, 'Kenanga Investment Bank Berhad' since 5 January 2007 when it was granted investment bank status. The Company is a financial institution under the FSA and is regulated by BNM, the SC and Bursa Securities.

On 7 June 1994, our holding company, K & N was incorporated following a restructuring exercise which involved the acquisition of the entire issued and paid-up share capital of KIBB by K & N via the issuance of new ordinary shares of RM1.00 each in K & N to the existing shareholders of KIBB. Upon completion of the exercise, KIBB became a wholly-owned subsidiary of K & N. Subsequently, K & N was listed on the Main Board of Bursa Securities on 8 October 1996.

In May 2002, we were granted universal broker status by the SC. On 13 October 2005, BNM and the SC jointly announced that the framework on investment banks was to be extended to universal brokers. In line with the announcement, we were granted a licence by the Minister of Finance II under Section 6(4) of the then Banking and Financial Institutions Act 1989 which was repealed and replaced by the FSA to carry on merchant banking business in Malaysia with effect from 5 January 2007.

Today, we offer a wide range of financial products and services such as Structured Warrants, margin financing, structured lending and structured debt instrument via our corporate and institutional coverage, corporate finance, debt capital markets, equity capital markets, corporate banking, equity broking, equity derivatives, treasury, digital investment management, as well as Islamic financing products and services. We also offer fund management, derivatives broking and structured financing via our subsidiaries.

On 8 April 2016, KIBB entered into a joint venture agreement with Rakuten Securities, Inc. to jointly collaborate in providing online brokerage services through Rakuten Trade Sdn Bhd. On 13 February 2024, Rakuten Securities, Inc. transferred its shareholding in Rakuten Trade Sdn Bhd to Rakuten Securities Holdings, Inc. resulting in Rakuten Securities Holdings, Inc. becoming the new joint venture partner of KIBB in place of Rakuten Securities, Inc.

On 1 November 2016, KIBB Group completed an internal reorganisation of its corporate structure where the identified assets and liabilities, as well as the businesses of K & N were transferred to KIBB. On 2 November 2016, K & N transferred its listing status on the Main Market of Bursa Securities to KIBB which resulted in KIBB becoming the primary operating and listed entity of KIBB Group.

On 15 March 2021, the SC granted KIBB the Digital Investment Manager Licence to carry on fund management business in relation to portfolio management. The Digital Investment Manager Licence enabled KIBB to carry on fund management, incorporating technology into KIBB's robo-advisory services offered to its clients. KIBB commenced this new business in August 2021 and launched it first to a selected group of employees within the KIBB Group before launching it to the public on 15 February 2022.

On 26 October 2021, KIBB entered into a conditional Joint Venture Agreement with Rakuten Securities, Inc. and Kenanga Singapore Pte. Ltd., a wholly-owned subsidiary of KIBB, to jointly collaborate in providing online brokerage services through Kenanga Singapore Pte. Ltd. in Singapore. Subsequently, on 26 January 2022, Kenanga Singapore Pte. Ltd. changed its name to Rakuten Trade Singapore Pte. Ltd. and issued 499,999 ordinary shares and 500,000 ordinary shares to KIBB and Rakuten Securities, Inc. respectively as an initial subscription. Arising therefrom, Rakuten Trade Singapore Pte. Ltd. became a 50% joint venture company between KIBB and Rakuten Securities, Inc. On 10 February 2023, Rakuten Trade Singapore Pte. Ltd. issued another 2,000,000 new ordinary shares each to KIBB and Rakuten Securities, Inc. increasing its issued and paid-up share capital from SGD1,000,000 to SGD5,000,000. Given the change in the broking business environment in Singapore, the decision had been made not to pursue the procurement of a full Capital Markets Services Licence from the Monetary Authority of Singapore to undertake online broking business in Singapore. Consequential from this decision, Rakuten Trade Singapore Pte. Ltd. will not undertake any regulated activities of dealing in capital markets products that are securities, units in a collective investment scheme, exchange-traded derivatives contracts and providing custodial services and product financing as defined in the Securities and Futures Act 2001.

On 30 November 2023, Rakuten Securities, Inc. transferred its shareholding in Rakuten Trade Singapore Pte. Ltd. to Rakuten Securities Holdings, Inc. resulting in Rakuten Securities Holdings, Inc. becoming the new joint venture partner of KIBB in place of Rakuten Securities, Inc.

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#### 1.3 Our Board

Pursuant to the appointment of Angeline-Ong Su Ming as an Independent Non-Executive Director of KIBB with effect from 4 June 2024, Section 6.3 – Our Board (contained on page 43 of the Base Prospectus) has been updated and is replaced in its entirety with the following:

Name	Designation	Year appointed	Expiration date of current term of appointment
Tan Sri Dato' Seri Syed Zainol Anwar Ibni Syed Putra Jamalullail	Chairman/ Independent Non-Executive Director	2020	30.06.2026
Ismail Harith Merican	Non-Independent Non- Executive Director	2010	14.04.2025
Luk Wai Hong, William	Non-Independent Non- Executive Director	2013	31.10.2025
Jeremy Bin Nasrulhaq	Senior Independent Non-Executive Director	2017	31.05.2026
Norazian Binti Ahmad Tajuddin	Independent Non- Executive Director	2017	14.12.2026
Kanagaraj Lorenz	Independent Non- Executive Director	2017	25.12.2026
Choy Khai Choon	Non-Independent Non- Executive Director	2021	12.12.2024
Chin Siew Siew	Independent Non- Executive Director	2022	31.05.2027
Angeline-Ong Su Ming	Independent Non- Executive Director	2024	03.06.2027

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# 1.4 Our Key Management Team

With effect from 16 June 2024, the Chief Digital Officer's position has been vacated pursuant to the transfer and appointment of Ian W. Llyod as the Chief Executive Officer of Kenanga Digital Sdn Bhd.

Accordingly, Section 6.4 – Our Key Management Team (contained on page 44 of the Base Prospectus) has been updated and are replaced in its entirety with the following:

Name	Designation
Datuk Chay Wai Leong	Group Managing Director
Datuk Lee Kok Khee	Executive Director, Head of Group Equity Business
Datuk Roslan Hj Tik	Executive Director, Head of Group Investment Banking and Islamic Banking
Cynthia Woon Cheng Yee	Head, Group Treasury
Maheswari Kanniah	Group Chief Regulatory and Compliance Officer
Cheong Boon Kak	Group Chief Financial and Operations Officer
Tai Yan Fee	Group Chief Risk Officer
Terence Tan Kian Meng	Group Chief Internal Auditor
Woo King Huat	Chief Credit Officer
Nik Hasniza Binti Nik Ibrahim	Group Chief Human Resource Officer
Low Jia Yee	Chief Technology Officer
Vacant	Chief Digital Officer
Vaithiyanathan A/L Madavan	Head, Group Operations
Chuah Sze Phing	Group Chief Sustainability Officer and Head of Group Marketing & Communications

#### 1.5 Our Substantial Shareholders

The following events have taken place since the issuance of the Base Prospectus dated 27 May 2024 up to 1 August 2024:

- (i) Transfer of 69,020,000 KIBB shares by Tan Sri Dato' Paduka Tengku Noor Zakiah Binti Tengku Ismail ("Tengku Noor Zakiah") to her appointed trustee, Kenanga Trustees Berhad (formerly known as Kenanga Funds Berhad) - Tengku Noor Zakiah Family Trust on 6 June 2024, resulting in Tengku Noor Zakiah ceasing to be a substantial shareholder of KIBB. Consequentially, Kenanga Trustees Berhad (formerly known as Kenanga Funds Berhad) – Tengku Noor Zakiah Family Trust has become a new substantial shareholder of KIBB.
- (ii) KIBB has, on 9 July 2024, 10 July 2024 and 24 July 2024, transferred a total of 3,500,000 treasury shares to the appointed trustee, to facilitate the implementation and administration of KIBB's Employees' Share Option Scheme under the Employees' Share Scheme approved by the shareholders of KIBB at an Extraordinary General Meeting held on 25 May 2017, pursuant to Section 127(7)(c) of the Act.

Consequential to the above, the percentage of shareholdings of the substantial shareholder in KIBB has changed even though the number of KIBB shares held by them remain unchanged.

Accordingly, Section 6.5 – Our Substantial Shareholders (contained on page 45 of the Base Prospectus) has been updated and is replaced in its entirety with the following:

	Nationality/ Country of	No. of Shares Held			
Name	Incorporation	Direct	<b>%</b> <sup>(1)</sup>	Indirect	<b>%</b> <sup>(1)</sup>
Cahya Mata Capital Sdn Bhd	Malaysia	136,823,000	18.74	-	-
Cahya Mata Sarawak Berhad	Malaysia	-	-	<sup>(2)</sup> 136,823,000	18.74
Kenanga Trustees Berhad (formerly known as Kenanga Funds Berhad) – Tengku Noor Zakiah Family Trust	Malaysia	69,020,000	9.46	-	-

#### Notes:

- (1) Excluding 5,808,300 treasury shares retained by KIBB as at 1 August 2024.
- (2) Deemed interested pursuant to Section 8(4) of the Act by virtue of shares held by Cahya Mata Capital Sdn Bhd.

# 2 ADDITIONAL INFORMATION

# 2.1 BASE PROSPECTUS REMAIN IN FULL FORCE AND EFFECT SUBJECT TO AMENDMENTS

The Base Prospectus shall remain in full force and effect, save and except for the amendments to the Base Prospectus, as set out in this First Supplementary Base Prospectus.

#### 2.2 DOCUMENTS FOR INSPECTION

In addition to the documents described in Section 10.6 of the Base Prospectus, a copy of this First Supplementary Base Prospectus, may be inspected at our registered office during office hours for a period of twelve (12) months from the date of our Base Prospectus.

#### 2.3 **RESPONSIBILITY STATEMENT**

- (i) We acknowledge that, based on all available information, and to the best of our knowledge and belief, the Base Prospectus and this First Supplementary Base Prospectus constitute a full and true disclosure of all material facts concerning the Offer.
- (ii) Our Directors have seen and approved this First Supplementary Base Prospectus. Our Directors collectively and individually accept full responsibility for the accuracy of the information contained in this First Supplementary Base Prospectus and confirm having made all reasonable enquiries, and to the best of their knowledge and belief, there is no false or misleading statement or other facts the omission of which would make any statement in this First Supplementary Base Prospectus false or misleading.

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