

**TRANSACTIONS (CHAPTER 10 OF LISTING REQUIREMENTS) : NON RELATED PARTY TRANSACTIONS
TIME DOTCOM BERHAD ("TIME" or "the Company") -
ACQUISITION OF 60% EQUITY INTEREST IN AVM CLOUD
SDN BHD**

TIME DOTCOM BERHAD

Type	Announcement
Subject	TRANSACTIONS (CHAPTER 10 OF LISTING REQUIREMENTS) NON RELATED PARTY TRANSACTIONS
Description	TIME DOTCOM BERHAD ("TIME" or "the Company") - ACQUISITION OF 60% EQUITY INTEREST IN AVM CLOUD SDN BHD

The Board of Directors of TIME ("the Board") wishes to announce that TIME has on 7 January 2021 completed the acquisition of 600,000 ordinary shares in AVM Cloud Sdn Bhd ("AVM"), representing 60% of the equity interest in AVM.

Please refer to the attached for the details of the announcement.

This announcement is dated 7 January 2021.

Please refer attachment below.

Attachments

TIME-Acquisition of Interest in AVM.pdf
100.1 kB

Announcement Info

Company Name	TIME DOTCOM BERHAD
Stock Name	TIMECOM
Date Announced	07 Jan 2021
Category	General Announcement for PLC
Reference Number	GA1-06012021-00074

TIME dotCom Berhad
Acquisition of 60.00% Equity Interest in AVM Cloud Sdn. Bhd.

1. Transactions

- 1.1 The Board of Directors of TIME dotCom Berhad ("**TIME**") wishes to announce that TIME has on 7 January 2021 completed the acquisition of 600,000 ordinary shares ("**AVM Sale Shares**") in AVM Cloud Sdn. Bhd. ("**AVM**"), representing 60.00% of the equity interest in AVM ("**Acquisition of AVM**"), pursuant to a share purchase agreement ("**AVM SPA**") entered into by TIME on 3 December 2020 with the founding shareholders of AVM Cloud Sdn. Bhd. (collectively, "**Founder Shareholders**", and each a "**Founder Shareholder**").
- 1.2 In connection with the Acquisition of AVM, AVM has also on 7 January 2021 completed the acquisition of 400,002 ordinary shares ("**IGS Sale Shares**") in Integrated Global Solutions Sdn. Bhd. ("**IGS**"), an existing subsidiary of AVM, representing the balance of approximately 40.00% of the equity interest in IGS which is not already held by AVM ("**Acquisition by AVM of IGS Shares**"). The Acquisition by AVM of IGS Shares was pursuant to a share purchase agreement ("**IGS SPA**") entered into by AVM on 3 December 2020 with the minority shareholders of IGS (collectively, "**Additional Shareholders**", and each an "**Additional Shareholder**").
- 1.3 The Acquisition of AVM was conditional on the Acquisition by AVM of IGS Shares, and vice versa.
- 1.4 In connection with and subject to the completion of the Acquisition of AVM and Acquisition by AVM of IGS Shares, the capital of AVM will be increased by the issuance of new shares to TIME, the Founder Shareholders and the Additional Shareholders, for a total subscription price of approximately RM7.5 million ("**Capital Increase of AVM**"). TIME has subscribed for a 60.00% portion of such capital increase.
- 1.5 On completion of the Acquisition of AVM and Acquisition by AVM of IGS Shares on 7 January 2021, TIME, the Founder Shareholders, the Additional Shareholders and AVM entered into a shareholders agreement to regulate their relationship as shareholders in AVM.
- 1.6 Pursuant to the completion of the Acquisition of AVM and Acquisition by AVM of IGS Shares, TIME owns 60.00% of the equity interest in AVM, while the Founder Shareholders and the Additional Shareholders collectively own 40.00% of the equity interest in AVM.
- 1.7 Pursuant to the completion of the Acquisition by AVM of IGS Shares, AVM owns 100.00% equity interest in IGS.
- 1.8 TIME expects the said transactions to be value accretive to TIME, and complementary to the existing services and products offered by TIME.

2. Information on AVM and IGS

- 2.1 AVM was incorporated in Malaysia as a private limited company on 19 October 2009 under the name of Integrated Global Solutions Technologies Sdn. Bhd. AVM assumed its present name on 4 November 2019. AVM is principally engaged in the provision of cloud computing services, systems integration services and information technology-related sales and services.
- 2.2 IGS was incorporated in Malaysia as a private limited company on 7 April 2003 under the name of IGlobal Business System Sdn. Bhd. IGS assumed its present name on 13 November 2003. IGS is principally engaged in the business of marketing of computer hardware and software as well as the provision of consultancy and support services related to computer programmes.

3. Purchase Consideration

- 3.1 The total purchase consideration paid and payable by TIME for the Acquisition of AVM (which includes deferred consideration which is payable if certain conditions are fulfilled in future) and for TIME's share of the Capital Increase is up to approximately RM58.7 million. This has been and will be satisfied by TIME in cash via internally-generated funds.
- 3.2 AVM paid a purchase consideration of approximately RM5.1 million for the Acquisition by AVM of IGS Shares, which has been satisfied by AVM in cash via internally-generated funds.

4. Highest Percentage Ratio Applicable

- 4.1 The highest percentage ratio applicable to the said transactions pursuant to paragraph 10.02(g) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad is 2.56%, based on the latest audited consolidated financial statements of TIME for the financial year ended 31 December 2019.

5. Interest of Directors, Major Shareholders and/or Persons Connected to Them

- 5.1 None of the directors and/or major shareholders of TIME and/or persons connected to them has any interest, direct or indirect, in the said transactions.

6. Directors' Statement

- 6.1 The Board of Directors of TIME, having considered all aspects of the said transactions, is of the opinion that they are in the best interests of TIME.

This announcement is dated 7 January 2021.