

178/2020

CCS Insights

直击 Signature 肥肥蟹所发行的优先股

Preferred Shares issued by So Good (Global) Bhd

Feel the CCS & Co Difference



直击 **Signature 肥肥蟹**所发行的优先股
Preference Shares issued by
So Good (Global) Bhd



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Source: @dznewsasia

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符伟雄：首轮众筹反应热烈

肥肥蟹母公司So Good (Global) Bhd众筹负责人符伟雄受访时表示，他们在短短一个月就成功完成了第一波的股权众筹集资。“我们的目标是众筹120万，最终超出预期数目，所筹得的数额是超过130多万！”

客户和市场的看好，无疑是对肥肥蟹众筹团队的一大鼓励，更证明他们的创意性商业模式走对了方向。目前，他们正展开第二轮的众筹。“我们归纳为FFCI 2众筹计划，未向外正式推介，只是一个Pre-Launch已经筹得60%。”

有见于此，符伟雄预见很快就会展开第三波，甚至在这一年内进行到四到五波的股权众筹计划。

让我们来分析肥肥蟹的众筹计划优势处：

1. 投资金额少
2. 拥有11年的餐饮行业经验
3. 肥肥蟹众筹计划合法，并受国家证券委员会监管
4. 拥有丰富的投资风险经营团队
5. 投资者可以获得餐券和餐饮积分
6. 双赢模式
7. 回酬高，每半年分红一次，可得6%回酬，一年12%
8. 一次投资可以成为两家肥肥蟹店的股东，餐券可在五家店面消费
9. 投资在已经赚钱的分店

Source: @dznewsasia



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如何做到价格廉宜？目前肥肥蟹做着3只螃蟹38令吉的优惠，这样的价格可说是打败天下无敌手，令不少同行头疼不已。

计划50家分店3年上市

如何做到价格廉宜？目前肥肥蟹做着3只螃蟹38令吉的优惠，这样的价格可说是打败天下无敌手，令不少同行头疼不已。

符伟雄笑言：“说穿了，很简单，就是薄利多销，我们每次进货就是20吨，螃蟹的消耗量是20千公斤！”除了肥肥蟹13家分店，So Good (Global) Bhd旗下还有经营蟹的传人和螃蟹哥哥等数家分店，三个店系的螃蟹专门店加起来将近20家，难怪能独霸螃蟹饮食业市场。

So Good的长远计划是在两年内要开超过50家分店，三年上市。

当然投资自有风险，投资者需自我作出评估！

So Good的长远计划是在两年内要开超过50家分店，三年上市

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这是 So Good (Global) Berhad 与投资者签署的认购协【入股】议书

DATED THIS

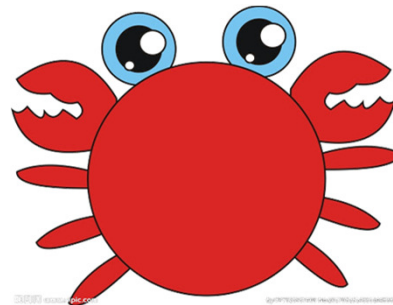
BETWEEN

SO GOOD (GLOBAL) BERHAD
(Company No: 1237114-M)
("Issuer")

AND

(NRIC No:)
("Subscriber")

SUBSCRIPTION AGREEMENT



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Subscription Agreement (RCCPS)

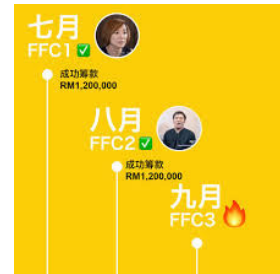
SCHEDULE 1

TERMS AND CONDITIONS OF THE RCCPS

In this Schedule, the following terms and expressions shall have the meanings set opposite them

Issuer	: the Company.
Holder	: the Subscriber.
Issuance	: Redeemable Convertible Cumulative Preference Shares ("RCCPS").
Issue Date	: the date of issue of the RCCPS.
Issue price	: RM1.00 per RCCPS.
Issue size	: 30,000 units of RCCPS.
Tenure	: The period commencing from the Issue Date up to and including the Maturity Date.

• 这里说的是:



- 这是可赎回及可转换累积优先股
- 总共发行30,000股
- 每股1令吉
- 期限从认购日算起直到届满



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Dividend Rate : Subject to the provisions herein, the RCCPS shall carry the right to receive a fixed cumulative preferential dividend at the rate of 12% per annum ("Dividend"), calculated based on the total subscription price paid on each RCCPS by the Holder subject to availability of profits and such dividend is payable as and when the Dividend is declared by the Issuer. For the avoidance of doubt, the Dividend will be paid on a pro-rata basis.



To the extent permitted by law, the Issuer shall have the sole and absolute discretion to decide whether to pay the Dividend in cash or in the form of cash vouchers of equivalent value ("Cash Vouchers") provided always that at least 8% of the Dividend payable to the Holder must be in cash. The Cash Vouchers to be issued (if any), shall be accepted in all outlets operated by the Issuer and shall have a validity period of at least one (1) year from the date of issue.

If the Issuer shall declare any dividend on the ordinary shares in issue, no dividend whether in cash, in property or in shares or securities of the Issuer, may be paid on any ordinary shares until after the Issuer has fully paid to the Holders of the RCCPS the dividend payable in respect of the RCCPS.

RCCPS that have already been converted into new Ordinary Shares B in accordance with this Schedule shall not be entitled to any dividend payable for RCCPS.

• 这里说的是:

- 这可赎回及可转换累积的优先股持有人享有12%的股息, 前提是公司如果有净利 [Profit]
- 发行人【也就是公司】有**绝对的权力**决定如何派发股息, 在**8%的股息是以现金支付的情况下**, 剩余的**4%股息可以以Cash Voucher代替**
- Cash voucher 有限期限是1年
- 公司不能派发股息给普通股东, 除非优先股的股息都派发了



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Maturity Date : 30 September 2020.
Conversion Price : 1 RCCPS for one (1) new Ordinary Share B each in the Issuer.
Conversion Date : The Maturity Date.
Conversion Right : The RCCPS shall be convertible, at the option of the Holder, on the Conversion Date into new Ordinary Shares B at the Conversion Price.

• 这里说的是，此优先股：

• 在2020年9月30日届满

• 一股的优先股可以转换成 B 普通股 [Ordinary Share B]

• 持有人可以在届满时，选择进行转换



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Redemption Price : RM1.00 for each RCCPS together with the Dividend, accruing up to and including the date of redemption.

Redemption : On the Maturity Date, each RCCPS shall confer on the Holder the right to require the Issuer to redeem any or all outstanding RCCPS at the Redemption Price.

Any RCCPS not redeemed or converted on the Maturity Date shall be automatically be converted to Ordinary Shares B on the basis of each RCCPS for 1 Ordinary Share B.

• 这里说的是，如果持有人想赎回：

• 赎回的价格是每股 RM1，再加上到届满的股息

• 届满时，持有人必须授权公司进行赎回

• 任何没有赎回的优先股，都会被转换成 B 普通股 [Ordinary Share B]



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Rights of the Holder in the event of winding up or liquidation

The RCCPS shall rank *pari passu* among themselves but in priority to all other classes of preference shares and/or ordinary shares in the Issuer in the event of any liquidation, dissolution or winding up of the Issuer, whether voluntary or involuntary ("Liquidation Event") or upon a reduction of capital or other return of capital (other than a conversion, purchase or redemption of any RCCPS or any share of any other class of redeemable shares).

In the event of the abovementioned Liquidation Event, reduction of capital or other return of capital, the funds and assets that may be legally distributed to the Issuer's shareholders ("Distributable Assets") shall be distributed to the shareholders in the following manner:

- the Holder shall be entitled to be paid, in priority to the holders of ordinary shares, any declared and unpaid dividend in respect of the RCCPS;
- after payment of any dividend payable above, the Holder shall be entitled to be paid, and prior and in preference to any payment or distribution (or any



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• 这里说的是：

- 转换期限是5年 [就是说，公司给你5年的时间，看你要不要把手中的优先股转换成普通股]
- 转换率 [意思是说当你想作出转换时，多少个优先股转换成多少个普通股的意思]
- 这里的比率是 1 : 1，意思就是说一股 [优先股] 可以转换成一股的普通股 [Ordinary Share]

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即日起关闭旗下所有分店！

(吉隆坡1日讯) 本地著名螃蟹连锁店(标志)肥肥蟹海鲜饭店 (Signature Fei Fei Crab) 不敌疫情重创，宣布停止业务，即日起关闭旗下所有分店！

这次谁还敢说包赚的投资！投资者打包！全部上车！

Signature 肥肥蟹停业
肥肥蟹
Signature 肥肥蟹停业

馬來西亞東方日報 ORIENTAL DAILY NEWS MALAYSIA
不敌疫情重创 Signature 肥肥蟹停业 | 中马
(吉隆坡1日讯) 本地著名螃蟹连锁店Signature肥肥...

Signature 肥肥蟹 结业
众筹投资者 亏惨



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- the Holder shall be entitled to be paid, in priority to the holders of ordinary shares, any declared and unpaid dividend in respect of the RCCPS;
- after payment of any dividend payable above, the Holder shall be entitled to be paid, and prior and in preference to any payment or distribution (or any setting apart of any payment or distribution) of any Distributable Assets on any ordinary shares, an amount per share equal to the original issue price for each RCCPS, respectively; and

• 这里说的是，万一公司清盘 [倒闭]，持有人的权利：

- 当公司清盘时，无论是自愿性还是非资源型，优先股持有人身为债权人，其追讨债务的权利凌驾在普通股股东 [Ordinary Shareholder] 之上
- 如果公司有剩余的资产，任何拖欠的优先股股息，将优先支付
- 在支付上述拖欠股息后，如果还有剩余的资产，优先股持有人也是享有优先索取权

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经营模式 [策略]:

融资筹钱来烧钱,
累死自己也要做挂同行!



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我有故事你有茶吗 1: 美味77之死

CCS 十面埋伏
Posted by Chee Seng
4 September at 2:22 PM · 🌐

我有故事你有茶吗 1: 美味 77 之死

👤👤👤👤👤👤👤👤👤👤👤👤👤👤👤👤

1. 打开手机 App, 选择需要的蔬菜、肉类、水果等, 次日就有专人送货上门。
... See more



曾获亚马逊2千万美元注资
上海生鲜电商美味七七倒闭





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CCS & Co provides clients with the specialized accounting support and services they need, allowing them to focus on their businesses and personal lives. We have been in the industry since 2004, and our team of professionals work diligently, in accordance with the highest professional standards.



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