

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL

5.1 PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

5.1.1 Promoters' and Substantial Shareholders' shareholdings

The shareholdings of our Promoters and Substantial Shareholders in our Company before and after our IPO are set out below:

	Before IPO ⁽¹⁾				After IPO ⁽²⁾				After IPO and assuming full exercise of ESOS Options ⁽³⁾			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%
<u>Promoters and Substantial Shareholders⁽⁴⁾</u>												
Darren Kee	180,469	36.0	⁽⁵⁾ 33,974	6.8	181,469	22.7	⁽⁵⁾ 34,474	4.3	184,269	22.3	⁽⁵⁾ 35,474	4.3
Kate Ooi	33,974	6.8	⁽⁵⁾ 180,469	36.0	34,474	4.3	⁽⁵⁾ 181,469	22.7	35,474	4.3	⁽⁵⁾ 184,269	22.3
Mohd Erwan	53,610	10.7	⁽⁶⁾ 26,000	5.2	54,610	6.8	⁽⁶⁾ 26,000	3.2	57,410	6.9	⁽⁶⁾ 26,000	3.2
MEAM Holdings	26,000	5.2	-	-	26,000	3.2	-	-	26,000	3.2	-	-
<u>Substantial Shareholders⁽⁴⁾</u>												
Lavin Group	136,182	27.2	-	-	216,182	27.0	-	-	216,182	26.1	-	-
Veritas Aman	44,000	8.8	-	-	44,000	5.5	-	-	44,000	5.3	-	-
OM Ceria	26,805	5.3	-	-	26,805	3.4	-	-	26,805	3.2	-	-
Calvin Lau Chuen Yien	-	-	⁽⁷⁾ 136,182	27.2	-	-	⁽⁷⁾ 216,182	27.0	-	-	⁽⁷⁾ 216,182	26.1
Ikhlas Bin Kamarudin	-	-	⁽⁸⁾ 44,000	8.8	-	-	⁽⁸⁾ 44,000	5.5	-	-	⁽⁸⁾ 44,000	5.3
Tunku Azlan Bin Tunku Aziz	-	-	⁽⁹⁾ 26,805	5.3	-	-	⁽⁹⁾ 26,805	3.4	-	-	⁽⁹⁾ 26,805	3.2

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

Notes:

- (1) Based on the share capital of 501,040,000 Shares before our IPO.
- (2) Based on our enlarged share capital of 800,000,000 Shares after our IPO and including the following:
 - (i) Assuming that our Directors/employees will fully subscribe for their respective entitlements under the Pink Form Allocations; and
 - (ii) Allotment of 90,000,000 Issue Shares for the redemption of 324,000,000 Keyfield CRNCPS.
- (3) Based on our enlarged share capital of 828,000,000 Shares assuming full exercise of 28,000,000 ESOS Options. Kindly refer to Section 4.4.3 for details on the ESOS.
- (4) All of our Promoters and Substantial Shareholders are Malaysian and in respect of corporate shareholders, are companies incorporated in Malaysia.
- (5) Deemed interested by virtue of his/her spouse's shareholdings in Keyfield.
- (6) Deemed interested by virtue of his shareholding in MEAM Holdings.
- (7) Deemed interested by virtue of his shareholding in Lavin Group.
- (8) Deemed interested by virtue of his shareholding in Veritas Aman.
- (9) Deemed interested by virtue of his shareholding in OM Ceria.

Our Promoters and Substantial Shareholders do not have different voting rights from the other shareholders of our Group.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

5.1.2 Shareholders of Keyfield CRNCPS

The shareholders of Keyfield CRNCPS and their shareholdings before and after our IPO are set out below:

	Before IPO ⁽¹⁾				After IPO ⁽²⁾			
	Direct		Indirect		Direct		Indirect	
	No. of Keyfield CRNCPS '000	%	No. of Keyfield CRNCPS '000	%	No. of Keyfield CRNCPS '000	%	No. of Keyfield CRNCPS '000	%
Lavin Group	310,000	54.4	-	-	-	-	-	-
Stratos Private Equity	260,000	45.6	-	-	-	-	-	-
Calvin Lau Chuen Yien	-	-	⁽³⁾ 310,000	54.4	-	-	-	-
Chan Chiew Keat	-	-	⁽⁴⁾ 260,000	45.6	-	-	-	-
Leong Yeng Kit	-	-	⁽⁴⁾ 260,000	45.6	-	-	-	-

Notes:

- (1) Based on the total 570,000,000 Keyfield CRNCPS outstanding before our IPO.
- (2) As part of our IPO, all outstanding Keyfield CRNCPS will be redeemed.
- (3) Deemed interested by virtue of his shareholding in Lavin Group.
- (4) Deemed interested by virtue of their shareholdings in Stratos Private Equity.

5.1.3 Profiles of Promoters and Substantial Shareholders

The profiles of our Promoters and Substantial Shareholders are as follows:

(i) Darren Kee

Darren Kee is our Promoter and Substantial Shareholder. He is also our Executive Director/Group CEO. His profile is set out in Section 5.2.2.

(ii) Mohd Erwan

Mohd Erwan is our Promoter and Substantial Shareholder. He is also our Executive Director/Group COO. His profile is set out in Section 5.2.2.

(iii) Kate Ooi

Kate Ooi, Malaysian, aged 47, is our Promoter and Substantial Shareholder.

In 1998, Kate Ooi obtained a Diploma in Nursing (with Merit) from Nanyang Polytechnic, Singapore. She also obtained a Diploma in Early Childhood Education from Segi University, Malaysia in 2020.

In 1998, Kate Ooi started her career as a registered nurse with Singapore General Hospital and left in 2001. From 2001 to 2005, she was attached with Singapore Airlines as an air stewardess. From 2005 to 2013, she was a full time housewife.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

In 2013, after the incorporation of Keyfield Offshore, Kate Ooi joined the company as our Human Resource and Administration Manager, a position she presently assumes.

Kate Ooi is the spouse of Darren Kee.

(iv) MEAM Holdings

MEAM Holdings, our Promoter and Substantial Shareholder, was incorporated as a private limited company under the Act on 10 December 2020.

The principal activity of MEAM Holdings is investment holding of shares in Keyfield.

As at the LPD, MEAM Holdings has a share capital of RM10 comprising 10 ordinary shares. The director and shareholder of MEAM Holdings is Mohd Erwan.

(v) Lavin Group

Lavin Group, our Substantial Shareholder, was incorporated in Malaysia under the Act on 13 January 2015.

The principal activities of Lavin Group are property investment holding and investment holding of shares in companies involved in various sectors, including property investments, vessel chartering (via Keyfield) and aviation.

As at the LPD, Lavin Group has a share capital of RM2,000,000 comprising 2,000,000 ordinary shares.

The directors of Lavin Group are Calvin Lau Chuen Yien and Ong Yock Lian.

As at the LPD, the shareholders and their respective shareholdings in Lavin Group are as follows:

Name	Nationality	Direct		Indirect	
		No. of shares	%	No. of shares	%
Calvin Lau Chuen Yien	Malaysian	1,999,980	99.999	-	-
Ong Yock Lian	Malaysian	20	0.001	-	-

Brief profile of Calvin Lau Chuen Yien

Calvin Lau Chuen Yien, Malaysian, aged 39, is the director and shareholder of Lavin Group, our Substantial Shareholder.

He obtained a Diploma in Diamonds (March 2002), Gemology (July 2002), Coloured Stones (July 2002), as well as Accredited Jewellery Professional (July 2002) from the Gemological Institute of America, United States of America. In August 2004, he graduated with an Associate in Applied Science degree from the Fashion Institute of Technology (which is part of State University of New York), United States of America.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

(vi) OM Ceria

OM Ceria, our Substantial Shareholder, was incorporated in Malaysia under the Act on 23 October 2020. The principal activity of OM Ceria is investment holding of shares in Keyfield.

As at the LPD, OM Ceria has a share capital of RM100,000 comprising 100,000 ordinary shares.

The director and shareholder of OM Ceria is Tunku Azlan Bin Tunku Aziz.

Brief profile of Tunku Azlan Bin Tunku Aziz

Tunku Azlan Bin Tunku Aziz, Malaysian, aged 54, is the director and shareholder of OM Ceria, our Substantial Shareholder.

He obtained his Association of Chartered Certified Accountants (ACCA) Qualification in February 1996, and was admitted as an Associate in March 1999, and subsequently became a Fellow of the ACCA in March 2004. He is also a member of the Malaysian Institute of Accountants since January 2000.

In May 2021, he was appointed as the Independent Non-Executive Director of Sin Heng Chan (Malaya) Berhad, a company listed on the Main Market, a position he presently assumes. Since October 2022, he has been the Chief Financial Officer of Scomi Energy Services Berhad, a company listed on the Main Market, a position he presently assumes. In October 2023, he was appointed as a Director and member of the audit committee of Global Consumer Public Company Limited, a company listed on the Stock Exchange of Thailand.

(vii) Veritas Aman

Veritas Aman, our Substantial Shareholder, was incorporated in Malaysia under the Act on 18 November 2020. The principal activity of Veritas Aman is investment holding of shares in Keyfield.

As at the LPD, Veritas Aman has a share capital of RM100 comprising 100 ordinary shares.

The director and shareholder of Veritas Aman as at the LPD is Ikhlas Bin Kamarudin.

Brief profile of Ikhlas Bin Kamarudin

Ikhlas Bin Kamarudin, Malaysian, aged 31, is the director and shareholder of Veritas Aman, our Substantial Shareholder.

In June 2016, he graduated with a Bachelor of Arts Degree in International Business, Finance and Economics from the University of Manchester, United Kingdom.

In October 2019, he was appointed as the Non-Independent Non-Executive Director of Citaglobal Berhad, a company listed on the Main Market, a position he presently assumes.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL *(Cont'd)*

As at the LPD, he is the Head of Islamic Line of Business at Capital A Berhad, a company listed on the Main Market, a position which he assumed since October 2019 where he is responsible for the provision of Islamic services such as Umrah pilgrim services, Muslim-friendly travel services, and Zakat collection services.

5.1.4 Profiles of the shareholders of Keyfield CRNCPS

The profiles of the shareholders of Keyfield CRNCPS are as follows:

(i) Lavin Group

Lavin Group is the shareholder of Keyfield CRNCPS. It is also our Substantial Shareholder. Its profile is set out in Section 5.1.3(v).

(ii) Stratos Private Equity

Stratos Private Equity, the shareholder of Keyfield CRNCPS, was incorporated in Labuan on 12 April 2018. The principal activity of Stratos Private Equity is trading and private fund.

As at the LPD, Stratos Private Equity has a share capital of USD48,949,711 comprising 100,000 ordinary shares and 48,849,711 preference shares.

The directors of Stratos Private Equity are Chan Chiew Keat and Leong Yeng Kit.

As at the LPD, the shareholders and their respective shareholdings in Stratos Private Equity are as follows:

Name	Nationality / Country of incorporation	Direct		Indirect	
		No. of shares	%	No. of shares	%
<u>Ordinary Shares</u>					
Chan Chiew Keat	Malaysian	30,000	30.0	-	-
Leong Yeng Kit	Malaysian	70,000	70.0	-	-
<u>Preference Shares</u>					
Brentwood Energy Limited	Republic of Seychelles	48,849,711	100.0	-	-

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5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (Cont'd)

5.1.5 Changes in the Promoters' and Substantial Shareholders' shareholdings

The changes in our Promoters and Substantial Shareholders' respective shareholdings since our incorporation on 30 November 2020 are as follows:

	As at the date of incorporation				After Second SPA				After capitalisation of shareholder's advances ⁽¹⁾				After Share Split ⁽²⁾			
	Direct		Indirect		Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%
Darren Kee	1	50.0	-	-	73,714	41.0	⁽⁵⁾ 16,987	9.4	90,234	36.0	⁽⁵⁾ 16,987	6.8	180,469	36.0	⁽⁵⁾ 33,974	6.8
Kate Ooi	-	-	⁽⁴⁾ 1	50.0	16,987	9.4	⁽⁵⁾ 73,714	41.0	16,987	6.8	⁽⁵⁾ 90,234	36.0	33,974	6.8	⁽⁵⁾ 180,469	36.0
Mohd Erwan	1	50.0	-	-	26,805	14.9	-	-	26,805	10.7	⁽⁶⁾ 13,000	5.2	53,610	10.7	⁽⁶⁾ 26,000	5.2
MEAM Holdings	-	-	-	-	-	-	-	-	13,000	5.2	-	-	26,000	5.2	-	-
Lavin Group	-	-	-	-	49,091	27.3	-	-	68,091	27.2	-	-	136,182	27.2	-	-
Veritas Aman	-	-	-	-	-	-	-	-	22,000	8.8	-	-	44,000	8.8	-	-
OM Ceria	-	-	-	-	13,403	7.4	-	-	13,403	5.3	-	-	26,805	5.3	-	-
Calvin Lau Chuen Yien	-	-	-	-	-	-	-	-	-	-	⁽⁷⁾ 68,091	27.2	-	-	⁽⁷⁾ 136,182	27.2
Ikhlas Bin Kamarudin	-	-	-	-	-	-	-	-	-	-	⁽⁸⁾ 22,000	8.8	-	-	⁽⁸⁾ 44,000	8.8
Tunku Azlan Bin Tunku Aziz	-	-	-	-	-	-	-	-	-	-	⁽⁹⁾ 13,403	5.3	-	-	⁽⁹⁾ 26,805	5.3

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (Cont'd)

	After IPO ⁽³⁾				After IPO and assuming full exercise of ESOS Options ⁽⁴⁾			
	Direct		Indirect		Direct		Indirect	
	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%
Darren Kee	181,469	22.7	⁽⁵⁾ 34,474	4.3	184,269	22.3	⁽⁵⁾ 35,474	4.3
Kate Ooi	34,474	4.3	⁽⁵⁾ 181,469	22.7	35,474	4.3	⁽⁵⁾ 184,269	22.3
Mohd Erwan	54,610	6.8	⁽⁶⁾ 26,000	3.2	57,410	6.9	⁽⁶⁾ 26,000	3.2
MEAM Holdings	26,000	3.2	-	-	26,000	3.2	-	-
Lavin Group	216,182	27.0	-	-	216,182	26.1	-	-
Veritas Aman	44,000	5.5	-	-	44,000	5.3	-	-
OM Ceria	26,805	3.4	-	-	26,805	3.2	-	-
Calvin Lau Chuen Yien	-	-	⁽⁷⁾ 216,182	27.0	-	-	⁽⁷⁾ 216,182	26.1
Ikhlas Bin Kamarudin	-	-	⁽⁸⁾ 44,000	5.5	-	-	⁽⁸⁾ 44,000	5.3
Tunku Azlan Bin Tunku Aziz	-	-	⁽⁹⁾ 26,805	3.4	-	-	⁽⁹⁾ 26,805	3.2

Notes:

- (1) Kindly refer to Section 6.2.3.2 for details on capitalisation of shareholder's advances.
- (2) Based on the share capital of 501,040,000 Shares before our IPO.
- (3) Based on our enlarged share capital of 800,000,000 Shares after our IPO and including the following:
- (i) Assuming that our Directors/employees will fully subscribe for their respective entitlements under the Pink Form Allocations; and
 - (ii) Allotment of 90,000,000 Issue Shares for the redemption of 324,000,000 Keyfield CRNCPS.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL *(Cont'd)*

- (4) Based on our enlarged share capital of 828,000,000 Shares assuming full exercise of 28,000,000 ESOS Options. Kindly refer to Section 4.4.3 for details on the ESOS.
- (5) Deemed interested by virtue of his/her spouse's shareholdings in Keyfield.
- (6) Deemed interested by virtue of his shareholding in MEAM Holdings.
- (7) Deemed interested by virtue of his shareholding in Lavin Group.
- (8) Deemed interested by virtue of his shareholding in Veritas Aman.
- (9) Deemed interested by virtue of his shareholding in OM Ceria.

5.1.6 Persons exercising control over the corporation

Save for our Promoters and Substantial Shareholders named above, there is no other person who is able to, directly or indirectly, jointly or severally, exercise control over our Company.

5.1.7 Substantial Shareholders' remuneration and benefits

Save for the dividends paid to our shareholders as disclosed in Section 11.13 and our Directors' remuneration and benefits as disclosed in Section 5.2.4, the remuneration and benefits paid to our Substantial Shareholder (excluding our Directors and key senior management) in the past 2 years immediately preceding the date of this Prospectus are as follows:

	FYE 2021	FYE 2022
	RM'000	RM'000
Kate Ooi	401	449

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (Cont'd)

5.2 DIRECTORS

5.2.1 Directors' shareholdings

The shareholdings of our Directors in our Company before and after our IPO are set out below:

	Before IPO ⁽¹⁾				After IPO ⁽²⁾				After IPO and assuming full exercise of ESOS Options ⁽³⁾			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%
Haida Shenny Binti Hazri	-	-	-	-	300	0.04	-	-	800	0.1	-	-
Darren Kee	180,469	36.0	⁽⁴⁾ 33,974	6.8	181,469	22.7	⁽⁴⁾ 34,474	4.3	184,269	22.3	⁽⁴⁾ 35,474	4.3
Mohd Erwan	53,610	10.7	⁽⁵⁾ 26,000	5.2	54,610	6.8	⁽⁵⁾ 26,000	3.2	57,410	6.9	⁽⁵⁾ 26,000	3.2
Julannar Binti Abd Kadir	-	-	-	-	300	0.04	-	-	800	0.1	-	-
Lim Chee Hwa	-	-	-	-	300	0.04	-	-	800	0.1	-	-
Chia Chee Hoong	-	-	-	-	300	0.04	-	-	800	0.1	-	-

Notes:

- (1) Based on the share capital of 501,040,000 Shares before our IPO.
- (2) Based on our enlarged share capital of 800,000,000 Shares after our IPO and assuming that our Directors/employees will fully subscribe for their respective entitlements under the Pink Form Allocations.
- (3) Based on our enlarged share capital of 828,000,000 Shares assuming full exercise of 28,000,000 ESOS Options. Kindly refer to Section 4.4.3 for details on the ESOS.
- (4) Deemed interested by virtue of his spouse's shareholding in Keyfield.
- (5) Deemed interested by virtue of his shareholding in MEAM Holdings.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

5.2.2 Profiles of Directors

The profiles of our Directors are as follows:

(i) Haida Shenny Binti Hazri

Haida Shenny Binti Hazri, a Malaysian, aged 49, is our Independent Non-Executive Chairperson. She was appointed to our Board on 13 January 2021.

She graduated with the Bachelor of Commerce (in April 1996) and Bachelor of Laws (in December 1997) from The University of Melbourne, Australia. She obtained a Master of Laws from Universiti Malaya, Malaysia in August 2005. She is a member of the Institute of Corporate Directors Malaysia (ICDM) since May 2019.

She began her career in March 1998 with PETRONAS, and was employed with the PETRONAS group of companies until her resignation in November 2012. During this period, she was assigned to work as an in-house legal counsel for PCSB from March 1998 to August 2004, and later moved to head the legal outfit for liquefied natural gas ("LNG") in PETRONAS from August 2004 to October 2007. In her role as a legal counsel, she was responsible for various negotiations and legal matters for the exploration and production business ("E&P") as well as gas and LNG sales and purchase transactions. From October 2007 to October 2010, she moved from a legal role to a commercial role in PETRONAS and served as the General Manager of the Technology Commercialisation unit in PETRONAS from 2010 to 2012.

In January 2012, she was appointed as Chief Executive Officer of Petronas Technology Ventures Sdn Bhd, a wholly-owned subsidiary of PETRONAS, where she led the commercialisation of PETRONAS' own technologies as well as technology investment in LanzaTech New Zealand Limited. She was a board member of a few PETRONAS entities as well as the technology entity that PETRONAS is a shareholder.

Subsequently in November 2012, she left the PETRONAS group of companies and joined Sapura Energy Berhad (known as SapuraKencana Petroleum Berhad at that time), a company listed on the Main Market which is principally involved in the provision of oil and gas solutions including engineering, construction, drilling, exploration and production, as Vice President of Strategy & New Ventures, where she was part of the start-up for the E&P business for Sapura Energy Berhad that led the successful acquisition process for Newfield Malaysia Holdings Inc.

In June 2015, she left Sapura Energy Berhad and joined Matrix Reservoir Sdn Bhd as Chief Executive Officer. Matrix Reservoir Sdn Bhd is the owner and operator of Tok Bali Supply Base, the third supply base built in Malaysia to serve the oil and gas industry. Matrix Reservoir Sdn Bhd is principally involved in the business of integrated supply base and bulk terminal operator at the port and any and all ancillary businesses in the Tok Bali area, state of Kelantan, Malaysia. As the Chief Executive Officer, she led the start-up and operationalisation of the supply base as well as the successful sale of its majority interest to Ahmad Zaki Resources Berhad ("AZRB"). Post the sale of the majority interest to AZRB, she left Matrix Reservoir Sdn Bhd in March 2016 and joined Bintulu Supply Base Sdn Bhd in September 2017 to build another supply base in Bintulu. She served as Chief Executive Officer of Bintulu Supply Base Sdn Bhd until September 2019.

In April 2015, she incorporated Putih Petroleum Sdn Bhd, an investment holding company and Putih Advisors Asia Sdn Bhd which was set up for the provisions of advisory services for the oil and gas upstream sector, supply base and port related matters, holding 99.0% shareholdings and was appointed as a Director. In April 2021, she increased her shareholdings in Putih Petroleum Sdn Bhd to 100%.

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In June 2017, she was appointed as the Non-Independent Non-Executive Director of Velesto Energy Berhad, a company listed on the Main Market which is principally involved in the provision of offshore drilling services and related services to the upstream oil and gas sector, a position she presently assumes. In August 2018, she was appointed as the Independent Non-Executive Director of Privasia Technology Berhad, a company listed on the ACE Market of Bursa Securities which is principally involved in provision of information, communications and technology as well as business outsourcing, a position she presently assumes.

In August 2019, she was appointed as the Non-Independent Non-Executive Director of Matrix Reservoir Sdn Bhd, a subsidiary of AZRB, a company listed on the Main Market, a position she presently assumes.

Since September 2019, she has undertaken advisory work in her capacity as a director of Putih Advisors Asia Sdn Bhd. In February 2021, she set up Putih Energy FZCO in Dubai, United Arab Emirates, a company involved in logistics consultancy, management consultancies and project management services.

In July 2023, she was appointed as a Director in Rotoboost Holdings Ltd, a compact zero carbon hydrogen technology company where its technology converts natural gas into hydrogen and solid carbon using a liquid catalyst.

Her involvement in the above companies does not have any conflict of interest with our Group as they are in different segments within the oil and gas industry.

Kindly refer to Section 5.2.3 for her involvement in business activity outside our Group.

(ii) Darren Kee

Darren Kee, a Malaysian, age 51, is our Executive Director/Group CEO. He is responsible for the overall management of our Group since its establishment, overseeing and driving our strategic and financial planning, business development and day-to-day business operations, including sourcing and negotiating the commercial terms of chartering contracts, liaising with third-party vessel owners, and financing of our Group's operations. He was appointed to our Board on 30 November 2020.

Darren Kee graduated with a Bachelor of Commerce from Monash University, Australia in August 1995. He began his working career in 1995 in the investment banking field, which spanned approximately 9 years across several merchant/investment banks in Malaysia. In January 1995, Darren Kee joined Aseambankers Malaysia Berhad (now known as Maybank Investment Bank Berhad) as an Officer, Corporate Banking before leaving in September 1996 to join AmMerchant Bank Berhad (now known as AmInvestment Bank Berhad) as an Officer, Corporate Finance until September 1998. He took a short career break before joining K&N Kenanga Berhad (now known as Kenanga Investment Bank Berhad) in April 1999 as a Manager, Corporate Finance. He left K&N Kenanga Berhad in December 2001 to join Southern Investment Bank Berhad in January 2002 (which has since been acquired by CIMB Banking Group and is now part of CIMB Investment Bank Berhad) as a Senior Manager, Corporate Finance until he resigned in September 2003. During this time, he had accumulated experience in both the corporate finance department, being involved in corporate exercises such as initial public offerings, mergers and acquisitions, takeovers, corporate restructurings, business valuations and due diligence, and the corporate banking department, being involved in activities such as loan syndications, review of credit proposals/documentations, private debts securities, credit analysis, and loan disbursement.

From September 2003 to May 2005, Darren Kee was appointed as an Executive Director of Firstlink Investment Corporation Limited ("Firstlink"), an investment holding company which was previously listed on the Mainboard of Singapore Exchange ("SGX") with its subsidiaries

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

then principally involved in salt mining and property holdings, where he handled corporate affairs and finance, and to oversee the group's corporate requirements as well as funding and acquisition of new assets, disposal of existing assets. During the same period, he was also the Executive Director of Astral Supreme Berhad (now known as Vizione Holdings Berhad), a company listed on the Main Market, which is a subsidiary of Firstlink where he was a corporate representative of Firstlink.

From July 2005 to April 2008, Darren Kee served as an Independent Non-Executive Director of Cepatwawasan Group Berhad, a company listed on the Main Market.

In August 2007, Darren Kee was appointed as an Executive Director of Advance Modules Group Limited, an investment holding company which was previously listed on the Mainboard of SGX. It is principally involved in manufacturing and trading of memory modules and semiconductor products, where he handled corporate affairs and finance of the company. He was redesignated as Non-Executive Director in May 2008 and served in that role until he resigned in August 2008.

In May 2008, Darren Kee incorporated Keebridge Resources Sdn Bhd ("Keebridge") (which was then involved in the trading of sand and building of vessel) and Quaywealth Ventures Sdn Bhd (which was then involved in trading of wood products and currently involved in the cultivation of agricultural products for sale).

In May 2013, he incorporated Keyfield Offshores Limited (KOL) and in October 2013, he also incorporated Wisdom Creator Limited (WCL), which were then involved in shipbuilding activities for offshore support service vessels (primarily AWBs). KOL ceased its operations in December 2014 and was deregistered from the Companies Registry (Hong Kong) in June 2021 while WCL ceased its shipbuilding activities in December 2020.

Kindly refer to Section 5.2.3 for his involvement in business activities outside our Group.

(iii) Mohd Erwan

Mohd Erwan, a Malaysian, age 40, is our Executive Director/Group COO. He is responsible for all technical and daily operational matters of our Group, including business development activities such as tendering and execution of chartering projects, overseeing the technical and operational compliance for projects undertaken, health, safety and environmental matters and licensing requirements. He was appointed to our Board on 30 November 2020.

Mohd Erwan graduated with a Bachelor of Mechanical Engineering (Marine Technology) from Universiti Teknologi Malaysia in March 2008. He obtained a Master of Business Administration from Anglia Ruskin University, United Kingdom in January 2020.

He has at least 15 years of experience in project management, shipbuilding and repair of vessels including naval ships, luxury yachts as well as commercial vessels. He began his career in March 2008 as a Technical Executive with Boustead Langkawi Shipyard Sdn Bhd, a company principally involved in the construction, repair and maintenance of boats and yachts where he was attached to the engineering department. In July 2011, he was transferred to Boustead Penang Shipyard Sdn Bhd, a company principally involved in heavy engineering, ship repair and shipbuilding, fabrication of steel structures and platforms, marine engineering, oil and gas fabrication, hook up and commissioning, as a Technical Executive handling project management. During his employment with Boustead Penang Shipyard Sdn Bhd, he was based in Kuala Lumpur where he was attached to the Defence and Security Division of Boustead Heavy Industries Corporation Berhad, a company listed on the Main Market and a holding company of Boustead Penang Shipyard Sdn Bhd. During March 2008 to November 2012, while he was attached to the above companies within the Boustead group, he was

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

mainly involved in project management, contract and technical documentation and managing project expenditures.

In November 2012, he joined Keebridge as an Assistant Manager where he was involved in the building of vessel until his resignation in March 2014. In April 2014, Mohd Erwan joined Keyfield Offshore as Senior Vice President (Shipbuilding and Client Coverage) where he was mainly responsible for all shipbuilding technical support activities and oversees the entire shipbuilding process including design, procurement, construction and commissioning and delivery of the vessels to Malaysia.

In July 2018, he assumed his present position as our Group COO. As our Group COO, he is well versed with the technical and operational requirements as well as market development of accommodation vessels in the Malaysian oil and gas industry. He is our Group's key liaison with oil and gas contractors, PCSB and PACs as well as marine authorities. In November 2020, he became a shareholder of our Company.

Kindly refer to Section 5.2.3 for his involvements in other business activities outside our Group.

(iv) Julannar Binti Abd Kadir

Julannar Binti Abd Kadir, a Malaysian, aged 55, is our Independent Non-Executive Director. She was appointed to our Board on 11 February 2022. She is also the chairman of our Audit and Risk Management Committee and member of our Remuneration Committee and Nominating Committee.

She completed the Chartered Institute of Management Accountants of the United Kingdom ("CIMA") and was admitted as an Associate in September 2004. She is also a member of the Malaysian Institute of Accountants since July 2005.

She began her career in February 1998 as an Accounts Executive with APL-NOL (M) Sdn Bhd and was later promoted to Financial Controller in November 2003 where she headed the finance team and was responsible for, among others, carrying out investment analyses and ensuring compliance of internal controls, monthly and statutory reporting as well as legal and regulatory compliance.

In November 2005, she resigned from APL-NOL (M) Sdn Bhd and in November 2005, she joined Bumi Armada Berhad, a company listed on the Main Market, principally involved in the provision of marine transportation, engineering and maintenance services to the offshore oil and gas industry, as its Manager, Finance. Here, she was mainly responsible for the management reporting, budgeting and management of cash flow and treasury operations of the group.

She was later promoted to Senior Manager, Finance in February 2008 where her additional key responsibilities included being the Project Manager to oversee the successful implementation of the SAP system (an enterprise resource planning software) for Bumi Armada Berhad.

In March 2009, she was then assigned to lead the Group Billing and Accounts Receivable Team which focused on close monitoring and reporting of revenue and accounts receivable for the group. She handled the same portfolio as Senior Manager heading the Group Billing and Accounts Receivable Team until December 2017. She was also one of the key personnel contributing towards the successful re-listing of Bumi Armada Berhad on Bursa Securities in July 2011.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

In January 2018, she was appointed as the Business Controller (Engineering & Project) with Bumi Armada Engineering Sdn Bhd (the engineering subsidiary of Bumi Armada Berhad), a new position created to spearhead the standardisation of the group's internal reports across all business units as well as realigning the business process management for the engineering and the project team. She was also responsible for overseeing the business and financial reporting of the subsidiary company. She retired from this position in December 2021 after serving Bumi Armada Berhad group of companies in various capacities for over 16 years.

Julannar Binti Abd Kadir has no involvements in other business activities outside our Group.

(v) Lim Chee Hwa

Lim Chee Hwa, a Malaysian, aged 65, is our Independent Non-Executive Director. He was appointed to our Board on 9 May 2023. He is also the chairman of our Remuneration Committee and member of our Audit and Risk Management Committee and Nominating Committee.

He graduated with a Bachelor of Arts (Economics and Geography) from Middlesex University, United Kingdom in July 1982.

He began his career in August 1982 as a Valuation Assistant with Ernest Cheong & Zaki Sdn Bhd where his duties included inspection of various landed properties and apartments, providing recommendations of market value while also responsible for feasibility studies on housing and commercial development projects. In March 1984, he left Ernest Cheong & Zaki Sdn Bhd and join Bangkok Bank Berhad as an Administrative Officer, where his duties included sales and marketing of commercial banking products and loan administration. He left Bangkok Bank Berhad in September 1997.

In November 1997, he joined Classic Frame Moulding (M) Sdn Bhd as Finance and Marketing Director. In this position, he was primarily responsible for overseeing the company's finance department as well as the business development and marketing strategies of the company's products. Since November 1997, he has been a director in various subsidiaries of Classic Scenic Berhad (including Classic Frame Moulding (M) Sdn Bhd). He was appointed as an Executive Director of Classic Scenic Berhad in August 2004 where he led the Investment Relationship Division of Classic Scenic Berhad, upon the listing of Classic Scenic Berhad on the Main Market.

Apart from having experience as an Executive Director of Classic Scenic Berhad, he also held various roles in the Malaysian Wood Moulding & Joinery Council, where he served as a Director, Deputy Chairman, and Chairman in September 2001, July 2012, and June 2016 respectively, before stepping down in July 2021. He was also appointed as a member of the Board of Trustees with the Malaysia Timber Industry Board and Malaysian Timber Council where he served as a member between the periods of May 2012 to December 2016 and January 2018 to July 2020 respectively.

In July 2021, he retired as a director of Classic Scenic Berhad and its subsidiaries.

Kindly refer to Section 5.2.3 for his involvements in other business activities outside our Group.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

(vi) Chia Chee Hoong

Chia Chee Hoong, a Malaysian, aged 46, is our Independent Non-Executive Director. He was appointed to our Board on 9 May 2023. He is also the chairman of our Nominating Committee and member of our Audit and Risk Management Committee and Remuneration Committee.

He graduated with a Bachelor of Laws from University of London in August 1999 and later obtained a Certificate of Legal Practice from the Legal Profession Qualifying Board in September 2000. In October 2001, he was admitted as an Advocate & Solicitor of the High Court of Malaya. He furthered his legal studies at University College London where he graduated with a Master of Laws in November 2004, specialising in Corporate and Securities law.

He began his career in December 2001 as a legal associate with Zain & Co. In June 2008, he resigned from Zain & Co and subsequently joined Zaid Ibrahim & Co as a senior associate. He left Zaid Ibrahim & Co in December 2009.

In January 2010, he joined Rahmat Lim & Partners as a Partner and starting in January 2023, he also co-heads the corporate mergers and acquisitions division of Rahmat Lim & Partners.

In October 2015, he was appointed as the Chairman and Independent Non-Executive Director of Salutica Berhad, a company listed on the Main Market, a position he presently assumes.

Kindly refer to Section 5.2.3 for his involvements in other business activities outside our Group.

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5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (Cont'd)

5.2.3 Principal business performed outside our Group

Save as disclosed below, none of our Directors has any other principal directorship and/or principal business activities performed outside our Group in the past 5 years up to the LPD:

(i) Haida Shenny Binti Hazri

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of shareholdings held (direct)	% of shareholdings held (indirect)
<u>Present involvement</u>						
1. Putih Petroleum Sdn Bhd	Investment holding of shares in Kedai Bikin Sdn Bhd	Director / Shareholder	29 April 2015	-	100.00	-
2. Putih Advisors Asia Sdn Bhd	Provision of advisory services for the oil and gas upstream sector, supply base and port related matters	Director / Shareholder	30 April 2015	-	100.00	-
3. Kedai Bikin Sdn Bhd	Trading of furniture products and provision of interior consultancy	Director / Shareholder	3 April 2017	-	-	⁽¹⁾ 15.00
4. Velesto Energy Berhad (a company listed on the Main Market)	Investment holding of companies involved in the provision of offshore drilling services and related services to the upstream oil and gas sector	Non-Independent Non-Executive Director	23 June 2017	-	-	-
5. Privasia Technology Berhad (a company listed on ACE Market of Bursa Securities)	Investment holding of companies involved in the provision of information, communications and technology as well as business outsourcing	Independent Non-Executive Director	9 August 2018	-	-	-

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (Cont'd)

	Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of shareholdings held (direct)	% of shareholdings held (indirect)
6.	Matrix Reservoir Sdn Bhd (a subsidiary of AZRB, a company listed on the Main Market)	Investment holding and rental of plant, machineries and equipment	Non-Independent Non-Executive Director / Shareholder	7 August 2019	-	1.27	-
7.	Putih Energy FZCO ⁽²⁾	Provision of logistics consultancy, management consultancy and project management services	Director / Shareholder	7 February 2021	-	100.0	-
8.	Rotoboost Holdings Ltd	A compact zero carbon hydrogen technology company where its technology converts natural gas into hydrogen and solid carbon using a liquid catalyst	Director	31 July 2023	-	-	-

Notes:

⁽¹⁾ Deemed interested by virtue of her shareholding in Putih Petroleum Sdn Bhd.

⁽²⁾ Putih Energy FZCO is a free zone company with limited liability that was incorporated on 7 February 2021 in Dubai, United Arab Emirates.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (Cont'd)
(ii) Darren Kee

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of shareholdings held (direct)	% of shareholdings held (indirect)
<u>Present involvement</u>						
1. Quaywealth Ventures Sdn Bhd	Cultivation of agricultural products for sale	Director / Shareholder	12 August 2008	-	20.00	⁽¹⁾ 20.00
<u>Past involvement</u>						
1. Jelas Dinamik Sdn Bhd	Provision of general trading (Dissolved on 21 July 2021)	Director / Shareholder	6 August 2008	-	10.00	-
2. KOL	Inactive (Deregistered from the Companies Registry (Hong Kong) in 2021)	Director / Shareholder	6 May 2013	-	⁽¹⁾ 90.00	-
3. WCL	Dormant. It was previously involved in shipbuilding activities	Director / Shareholder ⁽²⁾	8 January 2014	25 April 2023	-	-
4. Nautical Insight Sdn Bhd	Provision of hospitality services including operating a hotel and other accommodation services as well as sale of food and beverages	Director	3 August 2015	16 August 2018	-	-
5. Keebridge Resources Sdn Bhd	Inactive (In the process of winding up)	Director / Shareholder	27 August 2008	31 December 2013	24.07	⁽³⁾ 0.93

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (Cont'd)

Notes:

- (1) Remaining 10% interest in KOL was held by Mr Chen Bing Rong, a Chinese national.
- (2) Darren Kee sold 100% equity interest in WCL on 25 April 2023.
- (3) Deemed interested by virtue of his spouse's shareholding in these companies.

(iii) Mohd Erwan

Company	Principal activities	Involvement / Position held	Date of appointment/ Registration date	Date of resignation	% of shareholdings held (direct)	% of shareholdings held (indirect)
<u>Present involvement</u>						
1. MEAM Holdings	Investment holding of shares in Keyfield	Director / Shareholder	10 December 2020	-	100.00	-
2. Quaywealth Ventures Sdn Bhd	Cultivation of agricultural products for sale	Shareholder	-	-	30.00	-
<u>Past involvement</u>						
1. Nautical Insight Sdn Bhd	Provision of hospitality services including operating a hotel and other accommodation services as well as sale of food and beverages	Director	12 October 2017	1 February 2019	-	-
2. Allegiant Enterprise	Supply of boat accessories, furniture, decorations, catering and construction of yachts (Terminated on 8 February 2022)	Sole Proprietor	14 December 2017	-	100.00	-

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (Cont'd)

Company	Principal activities	Involvement / Position held	Date of appointment/ Registration date	Date of resignation	% of shareholdings held (direct)	% of shareholdings held (indirect)
3. SSR Marine Tech (M) Sdn Bhd	Provision of engineering services, construction of other engineering projects and wholesale of goods	Director / Shareholder	7 January 2020	17 January 2021	50.00	-

(iv) Lim Chee Hwa

Company	Principal activities	Involvement / Position held	Date of appointment/ Registration date	Date of resignation	% of shareholdings held (direct)	% of shareholdings held (indirect)
<u>Present involvement</u>						
1. Lim Ket Leng Holding Sdn Bhd	Dormant. It was previously involved in the manufacturing of wooden picture frame mouldings and timber products	Director / Shareholder	17 November 1997	-	20.24	-

Past involvement

1. Malaysian Wood Moulding and Joinery Council	Promotion of manufacturing and processing of wood moulding and products of similar nature	Director	20 September 1999	1 July 2021	-	-
2. Malaysian Timber Council	Promotion of the timber industry	Director	1 January 2018	31 July 2020	-	-

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (Cont'd)

Company	Principal activities	Involvement / Position held	Date of appointment/ Registration date	Date of resignation	% of shareholdings held (direct)	% of shareholdings held (indirect)
3. Classic Scenic Berhad (a company listed on the Main Market)	Investment holding of companies which are principally involved in the manufacture and sale of wooden picture frame mouldings, timber products, sawmilling and rental of properties	Director	3 August 2004	26 July 2021	-	-
<u>Subsidiaries of Classic Scenic Berhad (a company listed on the Main Market)</u>						
(1) Classic Frame Moulding (M) Sdn Bhd	Dormant. It was previously involved in property holding and rental of properties	Director	17 November 1997	26 July 2021	-	-
(2) Cscenic Agro Marketing Sdn Bhd	Dormant. It was previously involved in trading and marketing of herb products, spices and food related products	Director	25 August 2008	26 July 2021	-	-
(3) Finesse Moulding (M) Sdn Bhd	Manufacture and sale of wooden picture frame mouldings	Director	4 September 2006	26 July 2021	-	-
(4) Lim Ket Leng Realty Sdn Bhd	Property holding and rental of properties	Director	17 November 1997	26 July 2021	-	-
(5) Lim Ket Leng Timber Sdn Bhd	Manufacture and sale of timber products	Director	17 November 1997	26 July 2021	-	-
(6) Scenic Moulding (M) Sdn Bhd	Property holding and rental of properties	Director	3 December 2001	26 July 2021	-	-

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (Cont'd)

Company	Principal activities	Involvement / Position held	Date of appointment/ Registration date	Date of resignation	% of shareholdings held (direct)	% of shareholdings held (indirect)
(7) Lim Ket Leng Marketing Sdn Bhd	Dormant. It was previously involved in marketing of timber products	Director	17 November 1997	26 July 2021	-	-

(v) Chia Chee Hoong

Company	Principal activities	Involvement / Position held	Date of appointment/ Registration date	Date of resignation	% of shareholdings held (direct)	% of shareholdings held (indirect)
<u>Present involvement</u>						
1. Salutica Berhad (a company listed on the Main Market)	Investment holding of companies principally involved in the provision of vertical integration processes covering product design and development, manufacturing of mobile communication products, wireless electronics, embedded computing devices as well as lifestyle devices	Chairman and Independent Non-Executive Director / Shareholder	15 October 2015	-	0.071	-
2. Goods Republic Sdn Bhd	Dormant. Its intended business activity is property investment holding	Shareholder	6 April 2021	7 July 2023 (past directorship)	36.8	-
3. Rahmat Lim & Partners	Provision of legal services	Partner	1 January 2010	-	-	-

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

<u>Company</u>	<u>Principal activities</u>	<u>Involvement / Position held</u>	<u>Date of appointment/ Registration date</u>	<u>Date of resignation</u>	<u>% of shareholdings held (direct)</u>	<u>% of shareholdings held (indirect)</u>
<u>Past involvement</u>						
1. MRA Communications (Malaysia) Sdn Bhd	Dormant. It was previously involved in direct selling activities	Director/ Shareholder	25 June 2013	26 August 2021	50.00	-

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5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

The involvement of our Directors in those business activities outside our Group does not give rise to any conflict of interest situation with our business. The involvement of our Executive Director/Group CEO and Executive Director/Group COO in those business activities does not require significant amount of time, and hence does not affect their ability to perform their executive roles and responsibilities to our Group. The involvement of our Independent Non-Executive Directors in those business activities will not affect their contribution to our Group.

5.2.4 Directors' remuneration and benefits

The aggregate remuneration and material benefits-in-kind paid and proposed to be paid to our Directors for services rendered in all capacities to our Group for FYE 2022 and financial year ending 2023 ("FYE 2023") are as follows:

FYE 2022	Directors' fees	Salaries	Bonuses	Statutory contributions⁽¹⁾	Benefits-in-kind and allowance	Total
Director	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Non-Executive Directors						
Haida Shenny Binti Hazri	48	-	-		6	54
Julannar Binti Abd Kadir ⁽²⁾	44	-	-		3	47
Lim Chee Hwa ⁽³⁾	-	-	-	-	-	-
Chia Chee Hoong ⁽³⁾	-	-	-	-	-	-
Executive Directors						
Darren Kee	36	1,200	600	216	-	2,052
Mohd Erwan	36	408	213	74	-	731

Proposed for FYE 2023	Directors' fees	Salaries	Bonuses	Statutory contributions⁽¹⁾	Benefits-in-kind and allowance	Total
Director	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Non-Executive Directors						
Haida Shenny Binti Hazri	56	-	-	-	6	62
Julannar Binti Abd Kadir ⁽²⁾	56	-	-	-	4	60
Lim Chee Hwa ⁽³⁾	40	-	-	-	4	44
Chia Chee Hoong ⁽³⁾	40	-	-	-	4	44
Executive Directors						
Darren Kee	36	1,500	-	180	-	1,716
Mohd Erwan	36	468	-	56	-	560

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

Notes:

- (1) Including contributions to the Employees Provident Fund (EPF), Social Security Organisation (SOCSO) and Employment Insurance System (EIS).
- (2) Julannar Binti Abd Kadir was appointed to our Board in February 2022.
- (3) Lim Chee Hwa and Chia Chee Hoong were appointed to our Board in May 2023.

The remuneration which includes our Directors' salaries, bonus, fees and allowances as well as other benefits, must be reviewed and recommended by our Remuneration Committee and subsequently, be approved by our Board. Any change in Director's fees as set out in our Constitution must be approved by our shareholders pursuant to an ordinary resolution passed at a general meeting where appropriate notice of the proposed changes should be given.

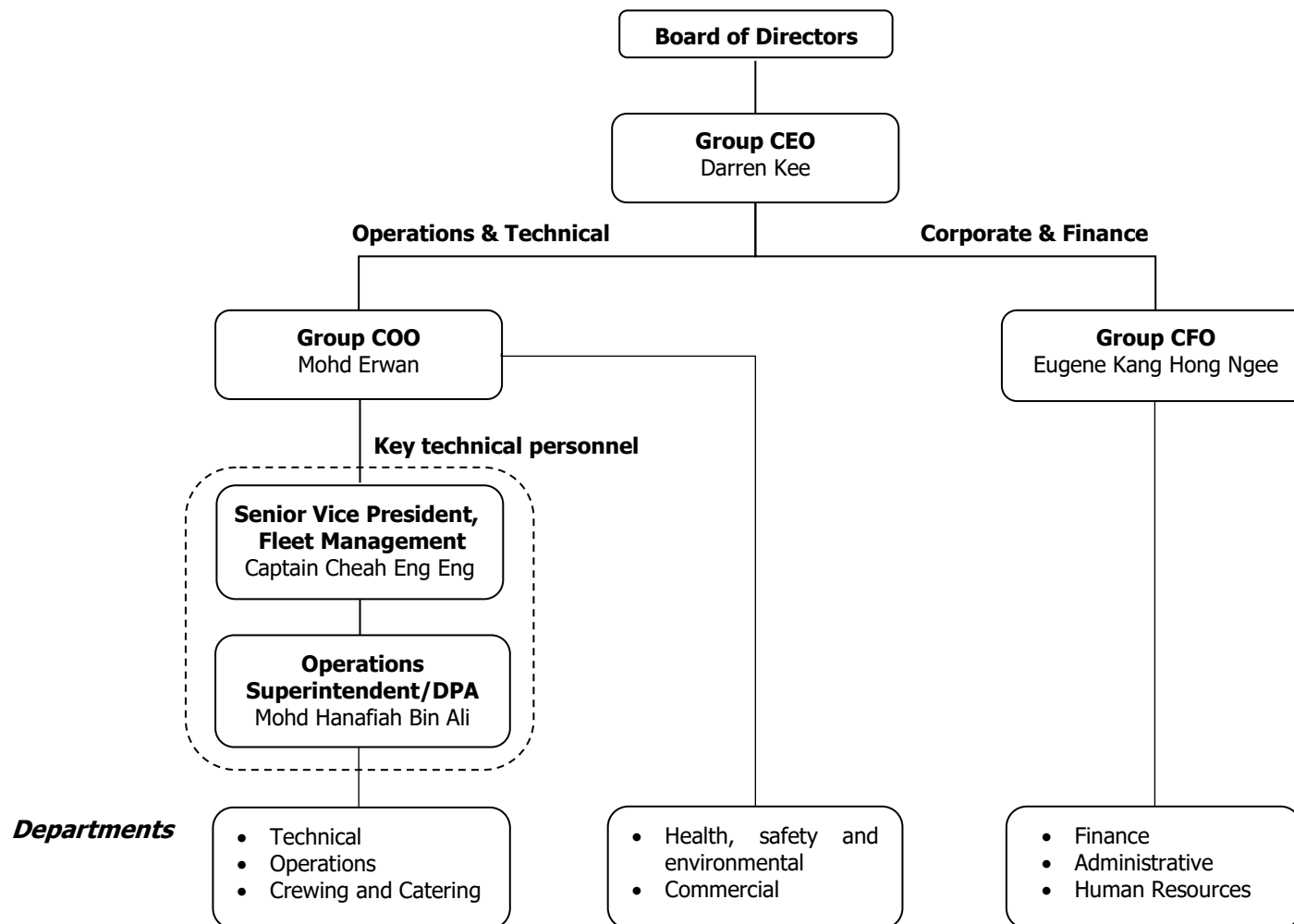
Please refer to Section 14.2 for further details.

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5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (Cont'd)

5.3 KEY SENIOR MANAGEMENT

5.3.1 Management Structure



Abbreviation:

DPA = Designated Person Ashore, who is responsible for ensuring the safe operation of all the vessels within our Group

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (Cont'd)

5.3.2 Key senior management's shareholdings

The shareholdings of our key senior management (other than Darren Kee and Mohd Erwan) in our Company before and after our IPO assuming that our key senior management will fully subscribe for their entitlement under the Pink Form Allocations are set out below:

Name	Designation/ Nationality	Before IPO				After IPO ⁽¹⁾⁽²⁾				After IPO and assuming full exercise of ESOS Options ⁽³⁾			
		Direct		Indirect		Direct		Indirect		Direct		Indirect	
		No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%	No. of Shares '000	%
Eugene Kang Hong Ngee	Group CFO / Malaysian	-	-	-	-	500	0.06	-	-	3,300	0.4	-	-
Captain Cheah Eng Eng	Senior Vice President, Fleet Management / Malaysian	-	-	-	-	500	0.06	-	-	3,300	0.4	-	-
Mohd Hanafiah Bin Ali	Operations Superintendent / Designated Person Ashore / Malaysian	-	-	-	-	250	0.03	-	-	750	0.1	-	-

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

Notes:

- (1) Based on the enlarged share capital of 800,000,000 Shares after the IPO.
- (2) Assuming that our key senior management will fully subscribe for their respective entitlements under the Pink Form Allocations.
- (3) Based on our enlarged share capital of 828,000,000 Shares assuming full exercise of 28,000,000 ESOS Options.

5.3.3 Profiles of key senior management

The profiles of our other key senior management are as follows:

(i) Eugene Kang Hong Ngee

Eugene Kang Hong Ngee, a Malaysian, aged 51, is our Group CFO. He is responsible for the finance, human resources and administrative matters of our Group.

He obtained his Association of Chartered Certified Accountants (ACCA) Qualification in September 1995, and was admitted as an Associate in October 1998, and subsequently became a Fellow of the ACCA in October 2003. He is also a member of the Malaysian Institute of Accountants since May 2000.

He started his career in September 1995 as an Audit Assistant in Price Waterhouse (now known as PricewaterhouseCoopers), Malaysia before progressing to the position of Assistant Manager in January 2000. Subsequently, he joined Amanah Merchant Bank Berhad (now known as Alliance Investment Bank Berhad) as Assistant Manager in August 2000 and HwangDBS Securities Berhad (now known as Affin Hwang Investment Bank Berhad) as Manager in July 2003, and worked in their respective corporate finance departments. During that period, he was involved in various projects, including initial public offerings, equity fund raising, debt restructurings and mergers and acquisitions.

Upon his resignation from HwangDBS Securities Berhad in August 2007, he joined BH Realty Sdn Bhd, a subsidiary of Asian Pac Holdings Berhad, a company listed on the Main Market which is principally involved in property development as the Deputy General Manager, Corporate Planning. He resigned from this position in May 2008 and joined Rubberflex Sdn Bhd, a rubber-based product manufacturer and exporter, as its Director and Chief Financial Officer for a period of approximately 10 years, where he was responsible for finance, accounting, taxation and corporate matters. In August 2010, he was appointed as a director of Rubberflex Reenergy Sdn Bhd, a wholly-owned subsidiary of Rubberflex Sdn Bhd which is involved in wastewater treatment and production of renewable energy where he was responsible for finance and accounting matters. Subsequently in March 2018, he resigned from both Rubberflex Sdn Bhd and Rubberflex Reenergy Sdn Bhd. In May 2018, he joined S&P International Holding Limited, a company listed on the Main Board of the Stock Exchange of Hong Kong Limited which is principally involved in food and beverage manufacturing as its Chief Financial Officer, where he was responsible for the corporate and financial matters of the group.

In September 2020, he left S&P International Holding Limited and assumed his present position in our Group as Group CFO since October 2020.

Eugene Kang Hong Ngee has no involvements in other business activities outside our Group.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

(ii) Captain Cheah Eng Eng

Cheah Eng Eng, Malaysian, aged 51, is our Senior Vice President, Fleet Management. He is primarily responsible for overseeing the daily operations of the vessels managed by our Group, which includes fleet management, crewing and catering.

He obtained his Advanced Diploma in Maritime Transportation from Singapore Polytechnic in May 1997. In July 1999, he obtained his Certificate of Competency Class 1 (Master Mariner) issued by Maritime and Port Authority, Singapore, allowing him to serve in the capacity of a Master. He began his career in June 1990 as a mariner under the sponsorship program with Neptune Orient Lines / Neptune Shipmanagement Services Pte Ltd, Singapore until January 2000.

From March 2000 until September 2000, he had a short stint as a Lecturer in the Post Sea Nautical Department, Malaysia Maritime Academy. He taught various classes ranging from pre-sea to Class 1 master's students. In September 2000, he joined Matthews-Daniel International (M) Sdn Bhd as a Marine Surveyor and was promoted to Marine Manager in May 2003. Here, he was mainly responsible for marine and cargo surveys, covering various types of marine insurance-related investigations, damage, and loss mitigation such as collision, grounding, cargo damage or contamination, cargo salvage, and disputes for numerous International P&I (Protection and Indemnity) clubs, vessel owners and charterers. He also undertakes Marine Warranty Survey services for various Oil and Gas Operators on projects based in Malaysia, Thailand, and Vietnam.

In May 2007, he left Matthews-Daniel International (M) Sdn Bhd and joined Germanischer Lloyd GLM Sdn Bhd as Department Head – Marine Warranty Survey Services (Oil & Gas), acting in the capacity of a Marine Captain/Marine Warranty Surveyor. He supervised and managed various offshore-related activities and projects such as reviewing and approval for anchor handling procedures and patterns, condition, and suitability surveys for various types of vessels, barge moves, tow master/representative, attending to offshore and approval for critical activities such as pipe laying offshore structures installation, subsea tie-ins, and more in the South East Asia region.

In September 2008, he left Germanischer Lloyd GLM Sdn Bhd and in October 2008, he joined EP Engineering Sdn Bhd as General Manager - Offshore Marine Support Services (KL Head Office) while also being appointed as the Operations Manager for PT EP Oilfield Services and PT EP Oilfield Supplies, the Indonesian branch of EP Engineering Sdn Bhd. He was mainly responsible for managing the tender process for marine projects, chartering, and operations of the chartered vessel. At the same time, he managed and oversaw the day-to-day operations of the Indonesian branch office, including but not limited to provisions of manpower and consulting services to various Oil and Gas Companies. In April 2012, he left EP Engineering Sdn Bhd.

In May 2012, he joined Carigali Hess Operating Company Sdn Bhd as Company Site Representative (Transportation and Installation) cum Offshore Installation Coordinator where he led a small Transportation and Installation team consisting of engineers, marine and HSSE, and assisted the Project Manager in managing and coordinating the offshore Transportation and Installation Projects, until April 2014.

In May 2014, he joined Murphy Sarawak Oil Company ("MOC"), and subsequently rolled over to PTTEP Sarawak Oil Limited when MOC divested from Malaysia, as Marine Specialist / Site Representative where he was mainly responsible for managing and coordinating with Offshore Contractors shore base team and vessel's Master associated to green field Transportation and Installation (T&I), Hook Up and Commissioning (HUCC), Brownfield (Maintenance), Well Intervention and Drilling teams on marine requirements, suitability

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

surveys, Safety, Security, Health and Environment (SSHE), vessel's movements/activities at field as well as coordinating with internal logistics department.

In May 2022, he left PTTEP Sarawak Oil Limited and joined Keyfield Group in June 2022 as Senior Vice President, Fleet Management.

Cheah Eng Eng has no involvements in other business activities outside our Group.

(iii) Mohd Hanafiah Bin Ali

Mohd Hanafiah Bin Ali, Malaysian, aged 37, is our Operations Superintendent/Designated Person Ashore. He is responsible for overseeing the technical operations of our vessels and third-party vessels, which includes maintenance and repair, inspections, onboard assessment of vessels and class surveys.

He obtained a Diploma in Mechanical Engineering from Universiti Teknologi Malaysia in August 2007, and thereafter graduated with a Bachelor of Engineering (Mechanical – Marine Technology) in September 2010.

He began his career in June 2010 when he joined E.A. Technique (M) Sdn Bhd (now known as E.A. Technique (M) Berhad, a company listed on the Main Market) as Technical Executive, until March 2014. In April 2014, he joined Shapadu Marine Sdn Bhd as Technical Superintendent where he handled day-to-day vessel operations as well as ensuring that the vessels comply with all industry standards, international rules, regulation and convention.

He left Shapadu Marine Sdn Bhd in October 2018 to join our Group in November 2018 as Technical Superintendent. In February 2018, he completed the Designated Person Ashore (DPA) training and was appointed as a Designated Person Ashore in April 2020. The role of a Designated Person Ashore is to ensure the safe operation of all the vessels within our Group. In June 2022, he was designated to his current position as Operations Superintendent.

Kindly refer to Section 5.3.4 for his past involvement in other business activity outside our Group.

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5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL *(Cont'd)*

5.3.4 Principal business performed outside our Group

Save as disclosed below, none of our key senior management (other than Darren Kee and Mohd Erwan) has any other principal directorship and/or principal business activities performed outside our Group in the past 5 years up to the LPD:

(i) Mohd Hanafiah Bin Ali

<u>Company</u>	<u>Principal activities</u>	<u>Involvement / Position held</u>	<u>% of shareholdings held (direct)</u>	<u>% of shareholdings held (indirect)</u>
<u>Past involvement</u>				
1. Wealth Seven Engineering Sdn Bhd	Inactive (Dissolved on 26 November 2019)	Shareholder	14.0	-

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5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

5.3.5 Key senior management's remuneration and benefits

The aggregate remuneration and material benefits-in-kind (in bands of RM50,000) paid and proposed to be paid to our key senior management (save for our Directors which are disclosed in Section 5.2.4) for services rendered in all capacities to our Group for FYE 2022 to 2023 are as follows:

Key senior management	Remuneration band (in bands of RM50,000)	
	(¹)FYE 2022 (Paid)	FYE 2023 (Proposed)
	RM'000	RM'000
Eugene Kang Hong Ngee	600 – 650	450 – 500
Captain Cheah Eng Eng ⁽²⁾	400 – 450	450 – 500
Mohd Hanafiah Bin Ali	150 – 200	150 – 200

Notes:

(1) Includes bonus paid for the FYE 2022.

(1) Captain Cheah Eng Eng joined our Group in June 2022.

5.4 RELATIONSHIPS AND/OR ASSOCIATIONS

Save as disclosed below, there are no family relationships or association between or amongst our Promoters, substantial shareholders, Directors and key senior management:

- (i) Darren Kee, our Promoter, Substantial Shareholder and Executive Director/Group CEO and Kate Ooi, our Promoter and Substantial Shareholder, are husband and wife; and
- (ii) Mohd Erwan, our Promoter, Substantial Shareholder and Executive Director/Group COO, is the Director and shareholder of MEAM Holdings, our Promoter and Substantial Shareholder.

5.5 BOARD PRACTICE

5.5.1 Board

Our Board has adopted the following responsibilities for effective discharge of its functions:

- (i) To provide leadership and oversee the overall conduct of our Group's businesses to ensure that our businesses are being properly managed;
- (ii) To review and adopt strategic plans for our Group and to ensure that such strategic plans and the risk, performance and sustainability thereon are effectively integrated and appropriately balanced;
- (iii) To review and adopt corporate governance best practices in relation to risk management, legal and compliance management and internal control systems to safeguard our Group's reputation, and our employees and assets and to ensure compliance with applicable laws and regulations;

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

- (iv) To ensure that our Group has effective Board committees as required by the applicable laws, regulations, rules, directives and guidelines and as recommended by the Malaysian Code on Corporate Governance;
- (v) To review the effectiveness and implementation of anti-bribery and anti-corruption policy and framework;
- (vi) To review and approve our Group's annual business plans, financial statements and annual reports;
- (vii) To monitor the relationship between our Group and our management, shareholders and stakeholders, and to develop and implement an investor relations programme or shareholders' communications policy for our Group; and
- (viii) To appoint our Board committees, to delegate powers to such committees, to review the composition, performance and effectiveness of such committees, and to review the reports prepared by our Board committees and deliberate on the recommendations thereon.

As at the LPD, the details of the date of expiration of the current term of office for each of our Directors and the period that each of our Directors has served in office are as follows:

Name	Date of appointment as Director	Date of expiration of the current term in office	Approximate no of years in office as at the LPD
Haida Shenny Binti Hazri	13 January 2021	At the next Annual General Meeting of our Company to be held in year 2024	2 years 4 months
Darren Kee	30 November 2020	At the next Annual General Meeting of our Company to be held in year 2025	2 years 6 months
Mohd Erwan	30 November 2020	At the next Annual General Meeting of our Company to be held in year 2025	2 years 6 months
Julannar Binti Abd Kadir	11 February 2022	At the next Annual General Meeting of our Company to be held in year 2024	1 year 3 months
Lim Chee Hwa	9 May 2023	At the next Annual General Meeting of our Company to be held in year 2024	Less than 1 year
Chia Chee Hoong	9 May 2023	At the next Annual General Meeting of our Company to be held in year 2024	Less than 1 year

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

In accordance with our Constitution, at the first annual general meeting of our Company, all the Directors shall retire from office, and at the annual general meeting in every subsequent year, one-third of the Directors for the time being or, if their number is not 3 or a multiple of 3, then the number nearest to one-third shall retire from office and be eligible for re-election PROVIDED ALWAYS that all Directors shall retire from office at least once every 3 years but shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires. An election of directors shall take place each year.

The members of our Board are set out in Sections 1 and 5.2.

Our Board acknowledges and takes cognisance of the Malaysian Code on Corporate Governance ("MCCG") which contains best practices and guidance for listed companies to improve upon or to enhance their corporate governance as it forms an integral part of their business operations and culture. Our Board believes that our current Board composition provides an appropriate balance in terms of skills, knowledge and experience to promote the interest of all shareholders and to govern our Group effectively. Our Company has adopted the recommendations under the MCCG to have a Board comprising a majority of Independent Non-Executive Directors, that our chairperson of the Board should not be a member of our Audit and Risk Management Committee, Remuneration Committee or Nominating Committee, and to have at least 30% women directors on our Board.

5.5.2 Audit and Risk Management Committee

The terms of reference of our Audit and Risk Management Committee ("ARMC"), amongst others, include the following:

- (i) The appointment of the external auditors, the audit fee and any questions of re-appointment, resignation or dismissal and in particular to assess the suitability and independence of the external auditors on an annual basis.
- (ii) To review with the audit functions:
 - (a) the audit plan and the audit reports;
 - (b) their evaluation of the system of the internal controls;
 - (c) their audit report;
 - (d) their management letter and management's response;
 - (e) the assistance given by our Company's employees to the external auditors; and
 - (f) to discuss problems and reservations arising from the interim and final audit, and any matter the auditors may wish to discuss (in the absence of management where necessary).
- (iii) To review:
 - (a) the quarterly and year-end financial statements of our Company and Group prior to the approval of the Board of Directors, and thereafter to submit them to the Directors of our Company focusing particularly on:
 - (1) changes in or implementation of major accounting policies and practices;

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

- (2) significant matters highlighted including financial reporting issues, significant judgements made by management, significant and unusual events or transactions and how these matters are addressed;
 - (3) the going concern assumption; and
 - (4) compliance with applicable financial and accounting reporting standards and other legal requirements.
- (b) any related party transaction and conflict of interest situation that may arise within our Company or Group including any transaction, procedure or course of conduct that raises questions of management integrity.
- (iv) Establishment of an internal audit function (either in-house or outsourced, as applicable) which is independent of the activities it audits and in relation thereto:
 - (a) ensure that the head of the internal audit function reports directly to the ARMC;
 - (b) review the adequacy of the scope, functions, competency and resources of the internal audit functions and that it has the necessary authority to carry out its work;
 - (c) review the internal audit plan, processes, the results of the internal audit assessment or investigation undertaken and whether or not appropriate action is taken on the recommendations of the internal audit function;
 - (d) review any appraisal or assessment of the performance of members of the internal audit function and the Continuing Professional Education attended by them;
 - (e) approve any appointment or termination of senior staff members of the internal audit function and remuneration or fee of internal audit function;
 - (f) inform itself of changes in personnel of the internal audit staff members and make available the opportunity for resigning staff members to submit his reasons for resigning; and
 - (g) conduct regular reviews and appraisals of the effectiveness of the governance, risk management and internal controls processes within the company to ensure internal audit are carried out in accordance with recognised framework.
- (v) To propose best practices on disclosure in financial results and annual reports of our Company in line with the principles and spirit set out in the Malaysia Code on Corporate Governance, other applicable laws, rules, directives and guidelines.
- (vi) In relation to risk management, the functions of ARMC shall include:
 - (a) review, assess, formulate and recommend risk management strategies, framework, policies, processes, tolerance and risk appetite limits to our Board;

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

- (b) monitoring of Group risk exposures to ensure implementation and compliance with approved risk policies and processes of our Group, and to ensure that significant risks identified are being responded to appropriately;
- (c) review status of management action in mitigating significant risks identified;
- (d) review and assess the adequacy and effectiveness of the risk management structure, approved risk policies, processes, and support system and to recommend such changes as may be necessary to our Board;
- (e) review and assess the risks associated with all proposed strategic transactions of our Group and report the same to the Board for its deliberation of the transaction; and
- (f) to coordinate on the activities of the internal audit function of our Group in relation to the review of risk management activities and to ensure significant business risks are adequately managed by our Group company to ensure internal audit are carried out in accordance with recognised framework.

The members of our ARMC as at the LPD are as follows:

Name	Designation	Directorship
Julannar Binti Abd Kadir	Chairman	Independent Non-Executive Director
Lim Chee Hwa	Member	Independent Non-Executive Director
Chia Chee Hoong	Member	Independent Non-Executive Director

Our ARMC may obtain advice from independent parties and other professionals in discharging their duties.

5.5.3 Remuneration Committee

The terms of reference of our Remuneration Committee, amongst others, include the following:

- (i) Our Remuneration Committee shall review and recommend to our Board the remuneration package of the executive directors and if applicable, key management which should be aligned with the business strategy and long-term objectives of our Company. Any member of the Committee who is an executive director must not participate in the deliberation and in any decision on his/her own remuneration.
- (ii) The remuneration of non-executive directors will be a matter to be decided by our Board as a whole taking into account, the responsibilities, expertise and commitment, with the director concerned abstaining from the discussion and voting on decisions on his/her own remuneration.
- (iii) To review annually the performance of our Directors and recommend to our Board the specific adjustments in remuneration and/or reward payments to be passed at a general meeting.
- (iv) To formulate policies, guidelines and set criteria for remuneration packages for the Directors and if applicable, key management and to ensure that they are fairly and appropriately remunerated according to the general market sentiments or conditions.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL *(Cont'd)*

- (v) To review and recommend to the Board the compensation payable to our Directors and if applicable, the key management in connection with any loss or termination of their office or appointment or arrangements relating to dismissal or removal for misconduct and to ensure that such compensation is determined in accordance with relevant contractual terms and that such compensation is otherwise fair and not excessive for our Company.
- (vi) To ensure that all remuneration packages and benefits given to our Directors and key management are in compliance with the laws, rules, requirements, regulations and guidelines set by the relevant authorities and our Board from time to time.
- (vii) Our Board has a Remuneration Committee to implement its policies and procedures on remuneration including reviewing and recommending matters relating to the remuneration of board and key management.
- (viii) The Committee has written Terms of Reference which deals with its authority and duties and these Terms are published on our Company's website.
- (ix) To review policies in relation to human resource, compensation and management systems of our Company. Thereafter, assess and review the implementation of the relevant policies and management systems of our Company.
- (x) To consider/examine/assess any other matters as our Remuneration Committee considers appropriate.

The members of our Remuneration Committee as at the LPD are as follows:

Name	Designation	Directorship
Lim Chee Hwa	Chairman	Independent Non-Executive Director
Julannar Binti Abd Kadir	Member	Independent Non-Executive Director
Chia Chee Hoong	Member	Independent Non-Executive Director

5.5.4 Nominating Committee

The terms of reference of our Nominating Committee, amongst others, include the following:

- (i) To oversee the selection criteria and recruitment process and recommend for the nomination of new candidates to our Board, candidates for all directorships to be filled by our Board taking into consideration the candidates:
 - (a) competencies, commitment, contribution and performance;
 - (b) professionalism;
 - (c) integrity and objectivity;
 - (d) in the case of candidates for the position of independent non-executive directors, the candidates' ability to discharge such responsibilities/functions as expected from an independent non-executive director; and
 - (e) including formalising its stand and approach to boardroom diversity (including, but not limited to age, gender and ethnicity).

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

- (ii) Consider in making its recommendations, candidates for directorships proposed by the Chairman/Group CEO and within the bounds of practicability, by any other senior executive or any director or shareholder.
- (iii) Recommend to our Board, directors to fill the seats on our Board Committee.
- (iv) Reviewing on an annual basis, that our Board's size, composition and balance is appropriate and in particular that the required mix of skills and experience and other qualities, including core competencies which non-executive directors should bring to our Board are present.
- (v) To oversee the development, maintenance and review of the criteria to be used in the recruitment process and the annual review and assessment of the effectiveness of our Board as a whole, the committees of our Board, and the contributions of each individual director, including an assessment of the independence of the independent non-executive directors and their length of tenure in office in line with the recommendations of Malaysian Code on Corporate Governance.
- (vi) To make assessment, consider justifications and make recommendations on the element of independence of an Independent Director should our Board wish to retain as an Independent Director, a person who has served in that capacity for more than nine years.
- (vii) Review of Board's succession plans and facilitate induction and training programmes.
- (viii) To assess the training needs for each of the directors and senior management of our Company and thereafter, facilitate the appropriate training programmes in accordance to the individual director's and senior management needs.
- (ix) Review the term of office and performance of the ARMC and each of its members annually to determine whether the ARMC and members have carried out their duties in accordance with their terms of reference.

The members of our Nominating Committee as at the LPD are as follows:

Name	Designation	Directorship
Chia Chee Hoong	Chairman	Independent Non-Executive Director
Lim Chee Hwa	Member	Independent Non-Executive Director
Julannar Binti Abd Kadir	Member	Independent Non-Executive Director

5.6 EXISTING OR PROPOSED SERVICE AGREEMENTS

As at the LPD, there are no existing or proposed service agreements (contracts for services) entered into between the companies within our Group, with our Directors or key senior management personnel.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

5.7 DECLARATION FROM PROMOTERS, DIRECTORS AND KEY SENIOR MANAGEMENT

As at the LPD, none of our Promoters, Directors or key senior management is or has been involved in any of the following events (whether within or outside Malaysia):

- (i) In the last 10 years, a petition under any bankruptcy or insolvency law filed (and not struck out) against such person or any partnership in which he was a partner or any corporation of which he was a Director or a member of key senior management;
- (ii) Disqualified from acting as a Director of any corporation, or from taking part directly or indirectly in the management of any corporation;
- (iii) In the last 10 years, charged and/or convicted in a criminal proceeding or is a named subject of a pending criminal proceeding;
- (iv) In the last 10 years, any judgment that was entered against him, or finding of fault, misrepresentation, dishonesty, incompetence or malpractice on his part, involving a breach of any law or regulatory requirement that relates to the capital market;
- (v) In the last 10 years, was the subject of any civil proceeding, involving an allegation of fraud, misrepresentation, dishonesty, incompetence or malpractice on his part that relates to the capital market;
- (vi) Being the subject of any order, judgment or ruling of any court, government, or regulatory authority or body temporarily enjoining him from engaging in any type of business practice or activity;
- (vii) In the last 10 years has been reprimanded or issued any warning by any regulatory authority, securities or derivatives exchange, professional body or government agency; and
- (viii) Has any unsatisfied judgment against such person.

We wish to highlight that Darren Kee was charged by the Singapore Commercial Affairs Department ("CAD") on 12 January 2009 (more than 10 years ago), for an offence relating to a non-disclosure of an acquisition transaction (which was completed on 30 December 2004) by Firstlink Investments Corporation Limited (Firstlink), a public company which was then listed on the Main Board of the Singapore Exchange Securities Trading Limited ("SGX"). Darren Kee had served as an Executive Director of Firstlink between September 2003 to July 2005.

On 11 November 2004, La Petite Bodyline Ltd (formerly known as Focus Net Consultant Limited), a wholly owned subsidiary of Green Salt Group Limited ("GSG") entered into a sale and purchase agreement to acquire Golden Concept Enterprise Limited ("GCE") and La Petite Bodyline UK Limited ("LPB-UK") ("Acquisition Transaction"). GSG is a 56.22%-owned Hong Kong subsidiary of Firstlink.

The Acquisition Transaction was wholly managed by the management of GSG. The management of GSG were not the same as the management of Firstlink. Darren Kee was not a director of GSG nor was he in charge of the Acquisition Transaction. Firstlink was only informed of the completion of the Acquisition Transaction in January 2005 by the management of GSG. Firstlink then disclosed the Acquisition Transaction in its Annual Report of 2004 which was circulated to its shareholders in April 2005.

5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT PERSONNEL (*Cont'd*)

The SGX queried Firstlink on 5 May 2005 and thereafter, Firstlink released an announcement on 9 May 2005 disclosing the details of the Acquisition Transaction and explaining to investors that the delay in disclosure was due to an oversight.

In view that Firstlink had failed to immediately announce the details of the Acquisition Transaction to the SGX and, the SGX had on 6 July 2005 issued a reprimand to Firstlink.

Darren Kee and another executive director of the board of Firstlink were charged by the CAD on 12 January 2009 for failure to notify the SGX of the Acquisition Transaction. Darren Kee was then fined SGD60,000 on June 2009 and the fine was paid by Darren Kee in June 2009.

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