

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

5.1 PROMOTER AND SUBSTANTIAL SHAREHOLDERS

5.1.1 Promoter's and substantial shareholders' shareholdings

The details of our Promoter and substantial shareholders, and their respective shareholdings in our Company before and after our IPO are as follows:

	Country of incorporation /Nationality	Before our IPO/As at the LPD		After our IPO					
		Direct		Direct		Indirect			
		No. of Shares	(a)(%)	No. of Shares	(b)(%)	No. of Shares	(b)(%)		
Promoter and substantial shareholder Tomei	Malaysia	260,502,000	100.00	-	-	260,502,000	70.00	-	-
Substantial shareholders									
TFC	Malaysia	-	-	(c)260,502,000	100.00	(c)8,475,900	2.28	(c)260,502,000	70.00
TBSB	Malaysia	-	-	(c)260,502,000	100.00	(c)2,624,700	0.71	(c)260,502,000	70.00
Tan Sri Datuk Dr. Ng Teck Fong (Deceased)	Malaysian	-	-	(d)260,502,000	100.00	-	-	(e)271,605,200	72.98
Datuk Ng Yih Pyng	Malaysian	-	-	(d)260,502,000	100.00	(c)78,000	0.02	(e)271,605,200	72.98
Ng Yih Chen	Malaysian	-	-	(d)260,502,000	100.00	-	-	(b)271,615,100	72.99
Ng Sheau Chyn	Malaysian	-	-	(d)260,502,000	100.00	(c)62,900	0.02	(e)271,605,200	72.98
Ng Sheau Yuen	Malaysian	-	-	(d)260,502,000	100.00	(c)13,400	(f)	(e)271,605,200	72.98

Notes:

- (a) Based on our issued share capital of 260,502,000 Shares after the Acquisitions but before our IPO.
- (b) Based on enlarged issued share capital of 372,150,000 Shares after the Public Issue.
- (c) Deemed interested by virtue of its shareholdings in Tomei pursuant to Section 8 of the Act.

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

- (d) Deemed interested by virtue of his/her shareholdings in TFC and TBSB pursuant to Section 8 of the Act.
- (e) Assuming the subscription of IPO Shares under the Restricted Offering which is allocated based on a pro-rata basis according to their respective shareholdings in Tomei as at the LPD. However, the final shareholdings will depend on the actual number of IPO Shares subscribed and allocated to them in accordance with the basis set out in Section 4.1.1(b)(iii) of this Prospectus.
- (f) Less than 0.01%.
- (g) Deemed interested by virtue of his/her shareholdings in TFC, TBSB and being a trustee for Ng Teck Fong Foundation pursuant to Section 8 of the Act.
- (h) Deemed interested by virtue of his shareholdings in TFC, TBSB and his children's shareholdings as well as being a trustee for Ng Teck Fong Foundation pursuant to Section 8 of the Act.

5.1.2 Profile of Promoter and substantial shareholders

(i) **Tomei**
Promoter and substantial shareholder

Tomei was incorporated in Malaysia on 28 May 2005 as a private limited company under the name of Tomei Consolidated Sdn Bhd. It was subsequently converted into a public company and assumed its present name on 17 August 2005. Tomei was listed on the Second Board of Bursa Securities on 12 July 2006 and was subsequently transferred to the Main Board (now known as the Main Market) of Bursa Securities on 28 September 2007.

Tomei is principally an investment holding company, while its subsidiaries (excluding our Group) are principally involved in retailing of jewellery.

As at the LPD, the share capital of Tomei is RM73,336,000 comprising 138,600,000 ordinary shares and its directors together with their respective shareholdings in Tomei is as follows:

Name of directors	Nationality	Direct		Indirect	
		No. of shares	(a)(%)	No. of shares	(a)(%)
Yang Mulia Raja Tan Sri Dato' Seri Aman Bin Raja Haji Ahmad	Malaysian	-	-	-	-
Datuk Ng Yih Pyng	Malaysian	581,239	0.42	^(b) 82,702,399	59.67
Datin Choong Chow Mooi	Malaysian	1,180,000	0.85	-	-
Ng Yih Chen	Malaysian	-	-	^(c) 82,777,399	59.72
Ng Sheau Yuen	Malaysian	100,000	0.07	^(b) 82,702,399	59.67
Datin Nonadiah Binti Abdullah	Malaysian	2,000,000	1.44	-	-
Datuk M Chareon Sae Tang @ Tan Whye Aun	Malaysian	-	-	-	-
Lau Tiang Hua	Malaysian	-	-	^(d) 269,000	0.19
Ng Sheau Chyn	Malaysian	468,700	0.34	^(b) 82,702,399	59.67

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

Notes:

- (a) Based on Tomei's issued share capital of 138,600,000 ordinary shares.
- (b) Deemed interested by virtue of his/her shareholdings in TFC, TBSB and being a trustee for Ng Teck Fong Foundation pursuant to Section 8 of the Act.
- (c) Deemed interested by virtue of his shareholdings in TFC, TBSB and his children's shareholding as well as being a trustee for Ng Teck Fong Foundation pursuant to Section 8 of the Act.
- (d) Deemed interested by virtue of his child's shareholdings pursuant to Section 8 of the Act.

As at the LPD, the substantial shareholders of Tomei and their respective shareholdings in Tomei are as follows:

Name of substantial shareholders	Country of incorporation	Direct		Indirect	
		No. of shares	^(a) (%)	No. of shares	^(a) (%)
TFC	Malaysia	63,132,177	45.55	-	-
TBSB	Malaysia	19,550,222	14.11	-	-

Note:

- (a) Based on Tomei's issued share capital of 138,600,000 ordinary shares.

(ii) TFC *Substantial shareholder*

TFC was incorporated in Malaysia on 17 August 1991 as a private limited company under the name of Prize Edge Sdn Bhd. On 17 April 1992, it changed its name to Tomei Corporation Sdn Bhd and subsequently to Tomei Corporation Bhd on 9 April 1993. It further changed its name to Tomei Corporation Sdn Bhd on 28 July 2005 and assumed its present name on 15 September 2005.

TFC is principally an investment holding company.

As at the LPD, the share capital of TFC is RM17,344,900 comprising 400,000 ordinary shares and its directors are Datuk Ng Yih Pyng, Ng Sheau Chyn and Ng Sheau Yuen.

As at the LPD, the shareholders of TFC and their respective shareholdings in TFC are as follows:

Name of shareholders	Nationality	Direct		Indirect	
		No. of shares	(%)	No. of shares	(%)
Tan Sri Datuk Dr. Ng Teck Fong (Deceased)	Malaysian	100,000	25.00	-	-
Datuk Ng Yih Pyng	Malaysian	100,000	25.00	-	-
Ng Yih Chen	Malaysian	80,000	20.00	-	-
Ng Sheau Chyn	Malaysian	60,000	15.00	-	-
Ng Sheau Yuen	Malaysian	60,000	15.00	-	-

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(iii) TBSB *Substantial shareholder*

TBSB was incorporated in Malaysia on 22 March 2005 as a private limited company.

TBSB is principally an investment holding company.

As at the LPD, the share capital of TBSB is RM100,000 comprising 100,000 ordinary shares and its directors are Puan Sri Datin Gan Sao Wah @ Gan Sao Eng, Datuk Ng Yih Pyng, Ng Sheau Chyn and Ng Sheau Yuen.

As at the LPD, the shareholders of TBSB and their respective shareholdings in TBSB are as follows:

Name of shareholders	Nationality	Direct		Indirect	
		No. of shares	(%)	No. of shares	(%)
Tan Sri Datuk Dr. Ng Teck Fong (Deceased)	Malaysian	19,999	20.00	-	-
Puan Sri Datin Gan Sao Wah @ Gan Sao Eng	Malaysian	1	(a)	-	-
Datuk Ng Yih Pyng	Malaysian	20,000	20.00	-	-
Ng Yih Chen	Malaysian	20,000	20.00	-	-
Ng Sheau Chyn	Malaysian	20,000	20.00	-	-
Ng Sheau Yuen	Malaysian	20,000	20.00	-	-

Note:

(a) Negligible.

(iv) Datuk Ng Yih Pyng *Substantial shareholder and our Non-Independent Non-Executive Director*

Datuk Ng, a Malaysian, aged 49, is our Non-Independent Non-Executive Director. He was appointed to our Board on 11 January 2021, and is also a member of our Audit and Risk Management Committee, Remuneration Committee and Nominating Committee. He is also a corporate representative of our Promoter and substantial shareholder, namely Tomei.

Datuk Ng obtained his Bachelor of Business Administration degree in Finance in 1990 from Iowa State University in the United States of America ("USA") and he received a Master in Business Administration in Corporate Finance in 1991 from the same university.

Upon graduation, Datuk Ng joined the Tomei Group and is responsible for the overall management and business development of the Tomei Group. He is currently the Managing Director and an indirect major shareholder of Tomei.

Datuk Ng is also the advisor for the Federation of Goldsmiths and Jewellers Association of Malaysia. He is the council member of the Chinese Chamber of Commerce & Industry of Kuala Lumpur & Selangor Darul Ehsan, where he holds the position of President. In addition, he was elected as the national council member of the Associated Chinese Chamber of Commerce & Industry Malaysia and serves as its Deputy President.

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Datuk Ng is also a director of several Tomei's subsidiaries and several other private limited companies involved in investment holding and property investment activities. Save for YXPM and Tomei, he does not sit on the board of directors of any other public listed companies.

Datuk Ng is the son of the late Tan Sri Datuk Dr. Ng Teck Fong and the sibling of Ms. Ng Sheau Chyn (our Managing Director), Mr. Ng Yih Chen and Ms. Ng Sheau Yuen.

(v) Ng Yih Chen
Substantial shareholder

Mr. Ng, a Malaysian, aged 54, is the Executive Director and an indirect major shareholder of Tomei.

He obtained a Bachelor of Business Administration degree in Marketing from Iowa State University in the USA in 1988 and further pursued Gemology at the Gemological Institute of America in 1990 before receiving a Master of Business Administration (Finance) from the University of Hull, United Kingdom in 1996.

Mr. Ng joined Tomei Group upon his graduation in 1988 and is currently responsible for corporate customers sales of Tomei Group. He is also a director of several Tomei's subsidiaries and several other private limited companies involved in investment holding and property investment. Save for Tomei, he does not sit on the board of directors of any other public listed companies.

Mr. Ng is the son of the late Tan Sri Datuk Dr. Ng Teck Fong and the sibling of Ms. Ng Sheau Chyn (our Managing Director), Datuk Ng Yih Pyng (our Non-Independent Non-Executive Director) and Ms. Ng Sheau Yuen.

(vi) Ng Sheau Chyn
Substantial shareholder

Ms. Ng, a Malaysian, aged 51, is our Managing Director. She was appointed to our Board on 11 January 2021. She is also the Non-Independent Non-Executive Director and an indirect major shareholder of Tomei.

She obtained a Bachelor of Science degree in Computer Engineering as well as a Master degree in Computer Engineering from Iowa State University in the USA in 1990 and 1991, respectively. She also served as a Research Assistant in the Department of Electrical and Computer Engineering at the same university from 1990 to 1992.

Since her return to Malaysia in 1992, she joined YXG and has been responsible for the wholesale and manufacturing operations of the Tomei Group. As our Managing Director, she has been instrumental in the growth and development of our Group. She is responsible for developing the strategic direction and business expansion strategies of our Group.

Ms. Ng is also a director of several other private limited companies involved in investment holding, property investment and manufacturing of precision tools. Save for YXPM and Tomei, she does not sit on the board of directors of any other public listed companies.

Ms. Ng is the daughter of the late Tan Sri Datuk Dr. Ng Teck Fong and the sibling of Datuk Ng Yih Pyng (our Non-Independent Non-Executive Director), Mr. Ng Yih Chen and Ms. Ng Sheau Yuen.

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

(vii) Ng Sheau Yuen
Substantial shareholder

Ms. Ng, a Malaysian, aged 48, is the Executive Director and an indirect major shareholder of Tomei.

In 1991, she obtained her Bachelor of Business Administration degree from Iowa State University in the USA and subsequently obtained her Master of Business Administration from the same university in 1993. In 2005, she has also obtained a Diploma in Diamond Grading from the Gemological Institute of America. She is also a Fellow Member of the Cambridge Institute of Sustainability Leadership.

Upon graduation in 1993, she started her career as lecturer in Sunway College. In 1996, she joined a textile dyeing and finishing company, PT Safilindo Permata in Bandung, Indonesia as Assistant Manager. In 2003, she joined Tomei Group in the gold division. She is currently responsible for retailing operations within Tomei Group.

Ms. Ng is also a director of several Tomei's subsidiaries and several other private limited companies involved in investment holding and property investment activities. Save for Tomei, she does not sit on the board of directors of any other public listed companies.

Ms. Ng is the daughter of the late Tan Sri Datuk Dr. Ng Teck Fong and the sibling of Ms. Ng Sheau Chyn (our Managing Director), Datuk Ng Yih Pyng (our Non-Independent Non-Executive Director) and Mr. Ng Yih Chen.

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

5.1.3 Changes in our Promoter's and substantial shareholders' shareholdings

The changes in our Promoter's and substantial shareholders' shareholdings in our Company since 11 January 2021, being the incorporation date up to the LPD are as follows:

	As at 11 January 2021		As at 14 April 2021		After the Acquisitions and as at the LPD				
	Direct		Indirect		Direct		Indirect		
	No. of Shares	(%)	No. of Shares	(%)	No. of Shares	(%)	No. of Shares	(a)(%)	
<u>Promoter and substantial shareholder</u> Tomei	2	100.00	(b)10	100.00	-	-	260,502,000	100.00	-
<u>Substantial shareholders</u>									
TFC	-	-	(c)2	100.00	(c)10	100.00	-	(c)260,502,000	100.00
TBSB	-	-	(c)2	100.00	(c)10	100.00	-	(c)260,502,000	100.00
Tan Sri Datuk Dr. Ng Teck Fong (Deceased)	-	-	(d)2	100.00	(d)10	100.00	-	(d)260,502,000	100.00
Datuk Ng Yih Pyng	-	-	(d)2	100.00	(d)10	100.00	-	(d)260,502,000	100.00
Ng Yih Chen	-	-	(d)2	100.00	(d)10	100.00	-	(d)260,502,000	100.00
Ng Sheau Chyn	-	-	(d)2	100.00	(d)10	100.00	-	(d)260,502,000	100.00
Ng Sheau Yuen	-	-	(d)2	100.00	(d)10	100.00	-	(d)260,502,000	100.00

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

Notes:

- (a) Based on our issued share capital of 260,502,000 Shares after the Acquisitions but before our IPO.
- (b) The total number of Shares was split from 2 Shares to 10 Shares pursuant to a Notice of Alteration of Share Capital dated 14 April 2021.
- (c) Deemed interested by virtue of its shareholdings in Tomei pursuant to Section 8 of the Act.
- (d) Deemed interested by virtue of his/her shareholdings in TFC and TBSB pursuant to Section 8 of the Act.

Our Promoter and substantial shareholders have the same voting rights as the other shareholders of our Company.

5.1.4 Persons exercising control over the corporation

Save for our Promoter and substantial shareholders who collectively hold approximately 72.99% of our enlarged number of issued share capital after the IPO, we are not aware of any other person who are able to, directly or indirectly, jointly or severally, exercise control over our Company.

5.1.5 Benefits paid or intended to be paid

Save for the dividends paid to our Promoter as disclosed in Section 11.4 of this Prospectus and our Directors' remuneration and benefits as disclosed in Section 5.4.1 of this Prospectus, there is no amount and benefit that has been or is intended to be paid or given to our Promoter, Directors and/or substantial shareholders within the 2 years preceding the date of this Prospectus.

5.2 DIRECTORS AND KEY SENIOR MANAGEMENT

5.2.1 Directors

Our Board comprises the following members:

Name	Age	Nationality	Date of appointment	Designation
Tan Sri Azlan Bin Mohd Zainol (M)	71	Malaysian	31.05.2021	Independent Non-Executive Chairman
Ng Sheau Chyn (F)	51	Malaysian	11.01.2021	Managing Director
Tang Yow Sai (M)	58	Malaysian	31.05.2021	Independent Non-Executive Director
Aw Ee Leng (F)	47	Malaysian	31.05.2021	Independent Non-Executive Director
Datuk Ng Yih Pyng (M)	49	Malaysian	11.01.2021	Non-Independent Non-Executive Director

Notes:

(M) Male.

(F) Female.

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

5.2.2 Profiles of our Directors

The profiles of our Directors are as follows:

(i) Tan Sri Azlan Bin Mohd Zainol
Independent Non-Executive Chairman

Tan Sri Azlan, a Malaysian, aged 71, is our Independent Non-Executive Chairman. He was appointed to our Board on 31 May 2021.

In 1974, he was admitted as a Fellow of the Institute of Chartered Accountants in England and Wales. He is also a member of the Malaysian Institute of Accountants and a member of the Malaysian Institute of Certified Public Accountants since 1975. In 2015, he was admitted as a Fellow Chartered Banker of the Asian Institute of Chartered Bankers.

Tan Sri Azlan was a partner with Messrs. Tan Azlan & Company and Binder Hamlyn (BDO) from 1980 to 1982. In 1982, he joined AmFinance Berhad as their Managing Director until 1994. Subsequently, in 1994, he joined AmBank Berhad as their Managing Director. From April 2001 to April 2013, he joined Employees Provident Fund Board as their Chief Executive Officer.

On 27 July 2005, he was also appointed as the Non-Independent Non-Executive Director of RHB Capital Berhad (dissolved on 24 March 2020) and RHB Bank Berhad and was subsequently re-designated as the Non-Independent Non-Executive Chairman of RHB Bank Berhad. He also served as a director for several group of companies of RHB Bank Berhad. He left the RHB banking group on 28 February 2021. He joined Malaysia Building Society Berhad (“**MBSB**”) and MBSB Bank Berhad as the Non-Independent Non-Executive Chairman since 1 March 2021.

Aside from YXPM, he also sits on the board of other public listed companies. He is the Independent Non-Executive Chairman of Eco World International Berhad, MBSB and Malaysian Resources Corporation Berhad. He is also the Independent Non-Executive Director of Kuala Lumpur Kepong Berhad.

(ii) Ng Sheau Chyn
Managing Director

For the details of Ng Sheau Chyn’s profile, kindly refer to Section 5.1.2(vi) of this Prospectus.

(iii) Tang Yow Sai
Independent Non-Executive Director

Mr. Tang, a Malaysian, aged 58, is our Independent Non-Executive Director. He was appointed to our Board on 31 May 2021. He is also the Chairman of our Audit and Risk Management Committee as well as Remuneration Committee and a member of our Nominating Committee.

He is a Certified Public Accountant and is a member of the Malaysian Institute of Certified Public Accountants since June 1993. He also has an Intermediate Qualification and an Associate Qualification in Islamic Finance from the Islamic Banking and Finance Institute Malaysia. Aside from that, he is a Chartered Professional in Islamic Finance and is a member of the Chartered Institute of Islamic Finance Professionals.

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He joined Messrs Hanafiah Raslan Mohamad in 1983 as a contracted articled clerk, which is part of the journey to obtain his professional certificate from the Malaysian Institute of Certified Public Accountants. In 1991, Messrs Hanafiah Raslan Mohamad merged with Messrs Arthur Andersen and he continued working in Messrs Arthur Andersen until 1992.

In 1992, he joined Commerce International Merchant Bankers Berhad (“CIMB”), where his last position in CIMB before he left was Manager of Corporate Finance. In 1995, he left CIMB to join Ekran Berhad as their General Manager in Corporate Finance until 2002.

From 2002 to August 2004, he engaged in freelance work where he provided assistance and advice on accounting and tax matters to his freelance clients. In September 2004, he joined Tebrau Teguh Berhad (now known as Iskandar Waterfront City Berhad) as the Financial Controller until November 2004.

In December 2004, he joined MBSB as their Group Financial Controller. He was then re-designated as the Chief Financial Officer of MBSB in October 2010. After MBSB acquired MBSB Bank Berhad in February 2018, he was appointed as the Group Financial Officer for MBSB and Chief Financial Officer for MBSB Bank Berhad. On 19 January 2021, he left the MBSB and MBSB Bank Berhad.

Save for YXPM, he does not sit on the board of directors of any other public listed companies.

(iv) Aw Ee Leng
Independent Non-Executive Director

Ms. Aw, a Malaysian, aged 47, is our Independent Non-Executive Director. She was appointed to our Board on 31 May 2021. She is also the Chairman of our Nominating Committee and a member of our Audit and Risk Management Committee as well as Remuneration Committee.

She graduated in 1997 from University College London with a Bachelor of Laws (Hons). She obtained her Certificate in Legal Practice in 1998 and was called to the Malaysian Bar as an Advocate and Solicitor in 2002.

After obtaining her Certificate in Legal Practice in 1998, she commenced her career in information technology and hospitality industry. Subsequently, she started her career as Advocate and Solicitor with Messrs Teh & Lee since 2002 and was promoted to Partner in January 2008. Her areas of practice include commercial advisory, corporate advisory, mergers and acquisitions as well as conveyancing and banking.

Save for YXPM, she does not sit on the board of directors of any other public listed companies.

(v) Datuk Ng Yih Pyng
Non-Independent Non-Executive Director

For the details of Datuk Ng Yih Pyng’s profile, kindly refer to Section 5.1.2(iv) of this Prospectus.

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

5.2.3 Directors' shareholdings

The direct and indirect shareholdings of our Directors in our Company as at the LPD and after our IPO are as follows:

Directors	Before our IPO/As at the LPD			After our IPO		
	Direct		Indirect	Direct		Indirect
	No. of Shares	(a)(%)	No. of Shares	(a)(%)	No. of Shares	(b)(%)
Tan Sri Azlan Bin Mohd Zainol	-	-	-	-	(d)500,000	0.13
Ng Sheau Chyn	-	-	(c)260,502,000	100.00	(e)62,900	0.02
Tang Yow Sai	-	-	-	-	(d)500,000	0.13
Aw Ee Leng	-	-	-	-	(d)500,000	0.13
Datuk Ng Yih Pyng	-	-	(c)260,502,000	100.00	(e)78,000	0.02
					(f)271,605,200	72.98

Notes:

- (a) Based on our issued share capital of 260,502,000 Shares after the Acquisitions but before our IPO.
- (b) Based on enlarged issued share capital of 372,150,000 Shares after the Public Issue.
- (c) Deemed interested by virtue of his/her shareholdings in TFC and TBSB pursuant to Section 8 of the Act.
- (d) Assuming that he/she will fully subscribe for his/her entitlements under the Pink Form Allocations.
- (e) Assuming the subscription of IPO Shares under the Restricted Offering which is allocated based on a pro-rata basis according to their respective shareholdings in Tomei as at the LPD. However, the final shareholdings will depend on the actual number of IPO Shares subscribed and allocated to them in accordance with the basis set out in Section 4.1.1(b)(iii) of this Prospectus.
- (f) Deemed interested by virtue of his/her shareholdings in TFC, TBSB and being a trustee for Ng Teck Fong Foundation pursuant to Section 8 of the Act.

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5.2.4 Principal business activities and directorships in other corporations for the past 5 years

Save as disclosed below, as at the LPD, none of our Directors have any principal business activities performed outside our Company (including principal directorships in the past 5 years preceding the LPD):

(a) Tan Sri Azlan Bin Mohd Zainol

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
<u>Present involvement:</u> Angsana Fantasi Sdn Bhd	Investment holding	Director / Shareholder	25 June 1992	-	0.10
Eco World International Berhad ^(a)	Investment holding in companies involved in property development and provision of advisory and project monitoring services	Independent Non-Executive Chairman / Shareholder	12 September 2014	-	0.21
Edenview Projects Sdn Bhd	Investment holding	Director / Shareholder	6 April 1995	-	99.90
Kuala Lumpur Kepong Berhad ^(a)	Producing and processing palm products and natural rubber on its plantations. Through its subsidiaries, it is also involved in plantation, manufacturing of oleochemicals, non-ionic surfactants and esters, rubber gloves and others, as well as property development and investment holding.	Independent Non-Executive Director	13 May 2013	-	-
Jaya 33 (Sepang) Sdn Bhd	Property investment and investment holding	Shareholder	-	-	30.00
MBSB ^(a)	Investment holding in companies involved in Islamic banking and related financial services, property development, leasing of real property and trading operation	Non-Independent Non-Executive Chairman	1 March 2021	-	-

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Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
MBSB Bank Berhad	Islamic banking and related financial services	Non-Independent Non-Executive Chairman	1 March 2021	-	-
Malaysian Resources Corporation Berhad ^(e)	Investment holding and provision of management services to its subsidiaries. The company and its subsidiaries also engaged in property development, property investment, engineering and construction related activities, environmental engineering, facilities management and parking services.	Independent Non-Executive Chairman / Shareholder	12 January 2005	-	0.01
Naza Eastern Motors Sdn Bhd	Wholesale and retail of new motor vehicles	Director	8 January 2021	-	-
Naza Engineering & Construction Sdn Bhd	Building construction	Director	25 September 2017	-	-
Naza Motor Trading Sdn Bhd	Trading of motor vehicles and property investment	Director	10 March 2021	-	-
NZ Wheels Sdn Bhd	Trading of motorcars, providing services for repairing of motorcars, transport and agent transportation	Director	24 May 2021	-	-
OSK Foundation	General charitable for the purpose of education, healthcare and sport, as well as environmental and community development	Director / Trustee	28 May 2015	-	Not applicable

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Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
Rashid Hussain Berhad ^(b)	Investment holding in companies involved in commercial banking, Islamic banking, investment banking, leasing, offshore banking, offshore trust services, general insurance, unit trust management, asset management, nominee and custodian services and property investment and management <i>(In the process of members' voluntary winding up)</i>	Non-Independent Non-Executive Director	6 July 2005	-	-
SOGO (K.L.) Department Store Sdn Bhd	Operations of a department store and related trading activities	Director	2 May 2013	-	-
Yayasan Astro Kasih	Advancing and benefitting the community	Chairman / Trustee	25 February 2014	-	Not applicable
Past involvement: Financial Reporting Foundation ("FRF")	FRF was established as an independent body under the Financial Report Act 1997 and largely responsible for the establishment of a sound and effective infrastructure for the financial reporting framework and acts as a sounding board for the adoption of the Malaysian Accounting Standards Board ("MASB") accounting standards, technical pronouncements and its annual work programme. FRF is also responsible for the oversight of the MASB's performance, financial and funding arrangements.	Chairman	1 July 2015	30 June 2021	Not applicable
Jardine Cycle & Carriage Limited	Investment holding	Director	30 April 2004	28 April 2017	-

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

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
Naza Italia Sdn Bhd	Importers and dealers of Ferrari and Maserati cars and its spare parts, as well as provides services for repairing of motor vehicles	Director	8 January 2021	11 March 2021	-
NCT Alliance Berhad <i>(formerly known as Grand-Flo Berhad)</i> ^(a)	Investment holding	Independent Non-Executive Chairman	8 September 2017	19 November 2019	-
Next Bike Sdn Bhd	Dealer of motorbikes, spare parts, sport wear and servicing of all kind of motorbikes	Director	8 January 2021	11 March 2021	-
PT RHB Sekuritas Indonesia	Securities brokerage and underwriting	Director	19 February 2018	27 October 2020	-
RHB Bank Berhad	Commercial banking and finance related business and the provision of related services	Non-Independent Non-Executive Chairman	27 July 2005	28 February 2021	-
RHB Capital Berhad	Dissolved on 24 March 2020	Non-Independent Non-Executive Chairman	27 July 2005	-	-
RHB Hong Kong Limited	Investment holding	Director	9 May 2013	1 February 2018	-
RHB Investment Bank Berhad	Merchant banking business, dealing in securities, stock, debt and derivatives, stockbroking business and the business of brokers and dealers in futures and options contracts	Non-Independent Non-Executive Chairman	27 June 2016	28 February 2021	-
RHB Securities Singapore Pte Ltd	Provision of stock and share broking services and corporate finance advisory services	Director	22 May 2014	11 September 2020	-

Notes:

- (a) Company listed on the Main Market of Bursa Securities.
- (b) Delisted from the Main Board (now known as the Main Market) of Bursa Securities on 17 August 2007.

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

(b) Ng Sheau Chyn

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
<u>Present involvement:</u> Best Arcade Sdn Bhd	Property investment	Director / Shareholder	23 July 1992	-	21.00
Caring Dialysis (Cheras) Sdn Bhd	Operation of kidney dialysis and medical consultation centre	Shareholder	-	-	50.00
Caring Dialysis (Pendang) Sdn Bhd	Operation of kidney dialysis and medical consultation centre	Shareholder	-	-	50.00
Caring Dialysis (Sandakan) Sdn Bhd	Dissolved on 17 May 2021	Shareholder	-	-	50.00
Caring Dialysis (Teluk Intan) Sdn Bhd	Operation of kidney dialysis and medical consultation centre	Shareholder	-	-	50.00
Catech Trading Sdn Bhd	Property management services	Director / Shareholder	23 August 2006	-	21.00
E-Lifecare Sdn Bhd	Operation of kidney dialysis and medical consultation centre	Shareholder	-	-	50.00
EASB	Currently inactive. EASB intends to provide assaying services for precious metals. As at the LPD, EASB has not commenced operations.	Director	9 October 2012	-	-
Gexcel Asia Sdn Bhd	Manufacturing of precision tools and mould	Director	12 May 2009	-	-
GPM	Design and manufacture of gold jewellery, and other related products and services	Director	3 April 1997	-	-
GRSB	Currently inactive. GRSB intends to provide refining services of precious metals. As at the LPD, GRSB has not commenced operations.	Director	25 August 2020	-	-

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

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
KLSC Caring Holding Sdn Bhd	Investment holding company	Director	24 April 2009	-	-
Lifecell Biotech Sdn Bhd	Operation of kidney dialysis and medical consultation centre	Shareholder	-	-	50.00
Life Care Property (PJ) Sdn Bhd	Investment holding company	Director	15 June 2021	-	-
Life Care Property (SS2) Sdn Bhd	Investment holding	Director / Shareholder	19 March 2019	-	50.00
Life Care Property Group Sdn Bhd	Investment holding	Director	10 December 2020	-	-
Ng Teck Fong Foundation	Provision of financial assistance / loan schemes and to award scholarships for young persons	Director / Trustee	16 January 2008	-	Not applicable
Ng Teck Fong Holdings Sdn Bhd	Investment holding	Director / Shareholder	3 April 1992	-	99.99
NTF Jewellery Museum Sdn Bhd	Operation of jewellery museum and provision of billboard advertising services	Director / Shareholder	16 May 2013	-	25.00
Oasis Properties Sdn Bhd	Property investment	Director / Shareholder	13 March 2007	-	21.00
Ong Care Scan Sdn Bhd	Investment holding	Director	6 June 2008	-	-
TBSB	Investment in quoted shares	Director / Shareholder	3 December 2018	-	20.00
Teck Fong Property (Subang) Sdn Bhd	Investment holding	Director	15 February 2019	-	-
Teck Fong Property Sdn Bhd	Property investment and investment holding	Director	30 August 2006	-	-
TFC	Investment holding	Director / Shareholder	21 April 2006	-	15.00

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

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
Tomei	Investment holding in companies involved in retailing, wholesaling and manufacturing of jewellery and provision of other related services, trading of bullion and rental of motor vehicles	Non-Independent Non-Executive Director / Shareholder	21 April 2006	-	0.34
Sinar Raya Micro Loan (Sel) Sdn Bhd	Licensed money lending	Shareholder	2 May 2013	23 September 2019	99.99
Unique Avenue Sdn Bhd	Property investment	Director / Shareholder	30 December 1991	-	21.00
YXG	Wholesale of gold jewellery, and other related products and services	Director	15 February 1992	-	-
<u>Past involvement:</u>					
B-Two Technology Sdn Bhd	Dissolved on 12 November 2019	Director	25 February 2008	-	-
Biogenix Sdn Bhd	Provision of medical consultation services	Director	20 May 2020	28 April 2021	-
Biolife Lab Sdn Bhd	Provision of medical laboratory testing, food-testing, abuse of drug testing, forensic, paternity testing and consultancy services	Director	29 March 2010	27 May 2021	-
Bubble Care Sdn Bhd	Operation of kidney dialysis and medical consultation centre	Director	23 November 2020	19 April 2021	-
Caring Dialysis (Sg. Besar) Sdn Bhd	Dissolved on 23 October 2020	Shareholder	-	-	50.00
Caring Dialysis Centre (Meru) Sdn Bhd	Dissolved on 26 April 2021	Shareholder	-	-	50.00
Gexcel Engineering Sdn Bhd	Dissolved on 7 October 2019	Director	17 September 2014	-	-

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

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
Green Ace Formation Sdn Bhd	Dissolved on 18 January 2019	Director	29 June 2007	-	-
J & G Collections Sdn Bhd	Dissolved on 28 November 2017	Director	20 March 1997	-	-
Jade Care Sdn Bhd	Provision of day-care activities, residential care activities and homes for the elderly with nursing care	Director	17 September 2019	21 April 2021	-
JP Micro Credit Sdn Bhd	Licensed money lending	Director	29 October 2012	30 October 2017	-
Life Care Biocell Sdn Bhd	Operation of kidney dialysis and medical consultation centre	Director	5 August 2020	19 April 2021	-
Life Care Diagnostic Medical Centre Sdn Bhd	Operation of kidney dialysis and medical consultation centre	Director	27 May 2020	17 May 2021	-
Life Care Gastro Centre Sdn Bhd	Provision of healthcare services	Director	10 February 2021	28 April 2021	-
Life Care International Medical Group Sdn Bhd	Provision of medical consultation services, property developer and general investment	Director	6 June 2008	17 May 2021	-
Life Care Wellness Sdn Bhd	Provision of other management consultancy activities and general medical services	Director	1 March 2021	19 April 2021	-
LLG Care Sdn Bhd	Provision of maternity home services and child day-care activities / nursery	Director	14 September 2020	28 April 2021	-
LLG Confinement (SS2) Sdn Bhd	Provision of child day-care activities / nursery and maternity home services	Director	9 February 2021	28 April 2021	-
O M Design Sdn Bhd	Ceased operation on 31 December 2020	Director	2 March 2011	11 May 2021	-
Oasis Gemological Sdn Bhd	Dissolved on 3 August 2020	Director	25 June 2004	-	-
TGJH	Investment holding and distribution of jewellery	Director	13 August 1997	11 May 2021	-

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

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
Tomei Gold & Jewellery Manufacturing Sdn Bhd	Design and manufacturing of gemstone jewellery	Director	28 July 1998	11 May 2021	-
Tomei Retail Sdn Bhd	Investment holding and retailing of jewellery	Director	21 April 2006	11 May 2021	-
YX Bullion Sdn Bhd	Rental of motor vehicle	Director	24 September 2019	11 May 2021	-

(c) Tang Yow Sai

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
<u>Present involvement:</u> Idaman Usahas Sdn Bhd	Property development <i>(In the process of members' voluntary winding up)</i>	Director	29 May 2009	-	-
MBSB Project Management Sdn Bhd	Management consultancy activities <i>(In the process of members' voluntary winding up)</i>	Director	29 May 2009	-	-
<u>Past involvement:</u> Definite Pure Sdn Bhd	Property development	Director	29 May 2009	19 January 2021	-
Farawide Sdn Bhd	Provision of hospitality services	Director	29 May 2009	30 January 2020	-
Ganasha Sdn Bhd	Dissolved on 28 April 2019	Director	13 February 2009	-	-
Home Approach Sdn Bhd	Dissolved on 27 August 2019	Director	8 May 2013	-	-
Jana Kapital Sdn Bhd	Undertaking an issue of sukuk commodity murabahah and acquiring an identified portfolio of financing receivables from holding company and investment holding	Director	2 August 2013	19 January 2021	-

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

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
Malaya Borneo Building Society Ltd	Dormant	Director	2 June 2008	19 January 2021	-
MBSB Development Sdn Bhd	Property development	Director	29 May 2009	19 January 2021	-
MBSB Properties Sdn Bhd	Letting of real property	Director	29 May 2009	19 January 2021	-
MBSB Tower Sdn Bhd	Property development	Director	12 December 2012	19 January 2021	-
Ombak Pesaka Sdn Bhd	Providing hospitality services	Director	16 May 2011	19 January 2021	-
Prudent Legacy Sdn Bhd	Property development	Director	13 February 2009	19 January 2021	-
Raynergy Sdn Bhd	Dissolved on 5 September 2017	Director	29 May 2009	-	-
Sigmaprise Sdn Bhd	Hospitality services	Director	29 May 2009	19 January 2021	-
Springtide Sdn Bhd	Dissolved on 5 September 2017	Director	13 February 2009	-	-
Trimonds Sdn Bhd	Dissolved on 5 September 2017	Director	13 February 2009	-	-
Wembley I.B.A.E. Sdn Bhd	Dissolved on 17 January 2018	Director / Shareholder	12 January 1998	-	(a)
88 Legacy Sdn Bhd	Property investment and dealing in property	Director	12 September 2014	19 January 2021	-

Note:

(a) Less than 0.01%.

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

(d) Aw Ee Leng

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
<u>Present involvement:</u> Exsim Capital Resources Berhad	Provision of activities auxiliary to finance	Director	10 October 2018	-	-
Exsim Ventures Berhad	Provision of activities auxiliary to finance	Director	18 October 2019	-	-
Tarts For All Sdn Bhd	Ceased operation in 2014	Director / Shareholder	19 October 2011	-	50.00
<u>Past involvement:</u> Crown Vantage Investment Limited	Property investment	Director	31 January 2011	1 October 2020	-
Merit Hill International Limited	Property investment	Director	31 January 2011	1 October 2020	-

(e) Datuk Ng Yih Pyng

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
<u>Present involvement:</u> AU Properties Sdn Bhd	Investment holding and property investment	Director / Shareholder	30 December 2013	-	47.50
Best Arcade Sdn Bhd	Property investment	Director / Shareholder	18 March 1992	-	21.00
Catech Trading Sdn Bhd	Property management services	Director / Shareholder	19 May 1997	-	21.00
Chin Jaya Timber Sdn Bhd	Reforestation	Director	25 November 2020	-	-
De Beers Diamond Jewellers Sdn Bhd	Retailing of jewellery	Director	11 December 2012	-	-

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

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
Fedmas Assay Office Sdn Bhd	Assayers	Director	28 March 2001	-	-
Flawless Skin Care Sdn Bhd	Dormant	Director	11 September 2014	-	-
Gemological Laboratory Malaysia Sdn Bhd	Dormant	Director	15 April 2004	-	-
Go Gold Shop Sdn Bhd	Dormant	Director	2 September 2020	-	-
Hasil Jujur Sdn Bhd	Investment holding	Director / Shareholder	30 April 2015	-	50.00
Incredible Synergy Sdn Bhd	Property investment	Director / Shareholder	21 March 2012	-	27.50
Le Lumiere Sdn Bhd	Retailing of jewellery	Director	21 March 2007	-	-
MyTomei Sdn Bhd	Retailing of jewellery	Director	31 March 2021	-	-
Ng Teck Fong Foundation	Provision of financial assistance / loan schemes and to award scholarships for young persons	Director / Trustee	16 January 2008	-	Not applicable
NTF Jewellery Museum Sdn Bhd	Operation of jewellery museum and provision of billboard advertising services	Director / Shareholder	16 May 2013	-	25.00
Oasis Properties Sdn Bhd	Property investment	Director / Shareholder	13 December 2013	-	21.00
Pajak Gadai JP Sdn Bhd	Engaged in business as pawnbrokers	Director and shareholder	16 August 2011	-	99.99
TBSB	Investment in quoted shares	Director / Shareholder	3 December 2018	-	20.00

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

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
Teck Fong Property (Subang) Sdn Bhd	Investment holding	Director	28 April 2021	-	-
Teck Fong Property Sdn Bhd	Property investment and investment holding	Director	27 November 2002	-	-
TFC	Investment holding	Director / Shareholder	21 April 2006	-	25.00
TGJH	Investment holding and distribution of jewellery	Director	6 January 1997	-	-
Tomei	Investment holding in companies involved in retailing, wholesaling and manufacturing of jewellery and provision of other related services, trading of bullion and rental of motor vehicles	Managing Director / Shareholder	21 April 2006	-	0.42
Tomei Collections Sdn Bhd	Retailing of jewellery	Director	28 August 2002	-	-
Tomei Diamond Sdn Bhd	Retailing of jewellery	Director	10 August 2001	-	-
Tomei Gold & Jewellery Manufacturing Sdn Bhd	Design and manufacturing of gemstone jewellery	Director	28 July 1998	-	-
Tomei Marketing Sdn Bhd	Ceased operation on 31 December 2020	Director	31 March 2021	-	-
Tomei Services Sdn Bhd	Dormant	Director	22 October 2019	-	-
Tomei Signature Sdn Bhd	Retailing of jewellery	Director	10 April 1999	-	-
Unique Avenue Sdn Bhd	Property investment	Director / Shareholder	23 July 1992	-	21.00

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

Company	Principal activities	Involvement / Position held	Date of appointment	Date of resignation	% of direct shareholdings held
Past involvement: Absolute Earnings Sdn Bhd	Property investment	Director	6 February 2006	18 October 2018	-
B-Two Technology Sdn Bhd	Dissolved on 12 November 2019	Director	1 December 2010	-	-
Favor Pay Sdn Bhd	Dissolved on 24 June 2021	Director	11 July 2017	-	-
GPM	Design and manufacture of gold jewellery, and other related products and services	Director	3 April 1997	14 April 2021	-
GRSB	Currently inactive. GRSB intends to provide refining services of precious metals. As at the LPD, GRSB has not commenced operations.	Director	25 August 2020	14 April 2021	-
JP Micro Credit Sdn Bhd	Licensed money lending	Director	29 October 2012	30 October 2017	-
Mashisoyo Caf� Sdn Bhd	Dissolved on 13 December 2018	Director / Shareholder	5 April 2016	-	33.33
N Strategy Sdn Bhd	Investment holding	Director	14 May 2018	28 November 2018	-
O M Technique Sdn Bhd	Wholesale of jewellery	Director	11 November 2020	15 November 2020	-
Sinar Raya Micro Loan (Sel) Sdn Bhd	Licensed money lending	Director	2 May 2013	23 September 2019	-
YX Bullion Sdn Bhd	Rental of motor vehicle	Director	1 April 2010	24 July 2020	-
YXG	Wholesale of gold jewellery, and other related products and services	Director	17 February 1992	14 April 2021	-

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

5.2.5 Involvement of our Directors in other businesses or corporations

Save as disclosed in Section 5.2.4 of this Prospectus, our Directors are not involved in other businesses or corporations.

The involvement of our Managing Director in other directorships or business activities outside our Group is not expected to require a significant amount of her time or attention as she is not involved in the management and day-to-day operations of those businesses, other than attending the board of directors' meetings on which she serves. The business operations of these companies are managed by its other directors and shareholders. As such, her involvement in those business activities outside our Group will not affect her ability to perform her roles and responsibilities as well as her contribution to our Group.

The involvement of our Independent Non-Executive Chairman, Independent Non-Executive Directors and Non-Independent Non-Executive Director in other directorships or business activities outside our Group are not expected to affect their contribution to our Group as they are not involved in our Group's day-to-day operations.

5.2.6 Key Senior Management

Our Key Senior Management comprises the following:

Name	Designation
Samuel Sia Hsiao Guong (M)	Group Financial Controller
Lim Wai Chee (F)	Head of Design and Development
Ong Hui Eng (F)	Head of Resource Planning
Whelly @ James Bin Gonsorob @ Roseday (M)	Head of Production

Notes:

(M) Male.

(F) Female.

5.2.7 Key Senior Management's shareholdings

The direct and indirect shareholdings of our Key Senior Management in our Company before our IPO and after the IPO are as follows:

Name	Before our IPO/As at the LPD				After our IPO			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	(%)	No. of Shares	(%)	No. of Shares	^(a) (%)	No. of Shares	^(a) (%)
Samuel Sia Hsiao Guong	-	-	-	-	^(b) 15,000	^(c)	-	-
Lim Wai Chee	-	-	-	-	^(b) 19,000	0.01	-	-
Ong Hui Eng	-	-	-	-	^(b) 19,000	0.01	-	-
Whelly @ James Bin Gonsorob @ Roseday	-	-	-	-	^(b) 15,000	^(c)	-	-

Notes:

(a) Based on our enlarged issued share capital of 372,150,000 Shares after the Public Issue.

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

- (b) Assuming that he/she will fully subscribe for his/her entitlements under the Pink Form Allocations.
- (c) Less than 0.01%.

5.2.8 Profiles of our Key Senior Management

The profiles of the Key Senior Management of our Group are as follows:

(i) Samuel Sia Hsiao Guong
Group Financial Controller

Mr. Sia, a Malaysian, aged 31, is our Group Financial Controller. He is responsible for overseeing our Group's tax, accounting and financial matters.

He graduated in 2010 from Sunway University, and was admitted as a member of the Association of Chartered Certified Accountants ("ACCA") in 2013. In 2015, he was admitted as a Chartered Accountant of the Malaysian Institute of Accountants and in 2018, he was admitted as a Fellow Member of the ACCA. In 2020, he obtained his Masters in Business Administration from Victoria University, Australia.

In 2010, he joined BDO PLT, Malaysia as their Senior Manager in Audit until 2016. In 2016, he joined Deloitte PLT, Malaysia as their Manager in Audit until 2017 where his responsibilities include the management of statutory audit and assurance assignment for the firm's clients.

He later joined Herman Corporate Advisory Sdn Bhd in 2017 as their Senior Manager in Corporate Finance, where he was responsible in assisting the company's clients in their preparation of financial related matters for their initial public offering proposals.

In 2018, he left Herman Corporate Advisory Sdn Bhd to join Ace Innovate Asia Berhad as their Chief Financial Officer, where he was responsible for financial matters as well as human resource matters. He was also responsible in ensuring the company's compliance with the applicable financial reporting standards.

Subsequently, he left Ace Innovate Asia Berhad to join our Group as our Group Financial Controller. He brings with him over 10 years of experience in financial and audit matters to our Group.

(ii) Lim Wai Chee
Head of Design and Development

Ms. Lim, a Malaysian, aged 52, is our Head of Design and Development. She is responsible for overseeing our Group's product development and jewellery designs.

She received her qualifications from the London Chamber of Commerce and Industry Examinations Board ("LCCI"), where she obtained a distinction in book-keeping and accounts in 1989. She started her career with Qualitypack Sdn Bhd in 1989 as an Accounts Assistant until 1990, where she left the company to further her studies.

In 1991, she started her Diploma studies in Fine Arts and obtained her Diploma in Fine Arts, majoring in Oil Painting from the Malaysian Institute of Art in 1993.

In 1994, she joined Carpets International Malaysia Berhad as their designer, where she was involved in carpet designing. In 1995, she left Carpets International Malaysia Berhad to join Poh Kong Jewellery Manufacturer Sdn Bhd as their Designer, where she embarked on her career in jewellery design.

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

She left Poh Kong Jewellery Manufacturer Sdn Bhd in 2002 to join YXG as our Senior Designer, where she continued to hone her skills in designing jewellery. In 2021, she was promoted to the position of Head of Design and Development in our Company. With over 25 years of experience in jewellery design, she is responsible for leading our Group's product development and design team.

(iii) Ong Hui Eng
Head of Resource Planning

Ms. Ong, a Malaysian, aged 46, is our Head of Resource Planning. She is responsible for overseeing our Group's inventory management.

She received her certification from LCCI, where she obtained distinction in book-keeping and accounts in 1995. She also obtained her Third Level Group Diploma in Accounting from LCCI and her Diploma in Accounting from the School of Accountancy and Business Studies Petaling Jaya in 1995. Further in 1995, she achieved First Class in Accounting Level 3 awarded by the Pitman Examinations Institute, London, England.

In 1995, she started her career with Kawalan Keselamatan Sdn Bhd as their Account Executive until 1997. She then left Kawalan Keselamatan Sdn Bhd to join DIC (Malaysia) Sdn Bhd as their Account Executive.

Subsequently, she left DIC (Malaysia) Sdn Bhd in 2000 to join YXG as our account clerk, where her job responsibilities include day-to-day purchase ordering, inventory level management and co-ordination of YXG's wholesale operations.

With over 20 years of experience working in our Group, she was promoted in 2021 as the Head of Resource Planning in our Company where she leads the resource planning team of our Group.

(iv) Whelly @ James Bin Gonsorob @ Roseday
Head of Production

Mr. Whelly @ James, a Malaysian, aged 42, is our Head of Production. He is responsible for overseeing our Group's manufacturing activities.

He received his Diploma in Wood Technology from Kolej Teknikal Yayasan Sabah in 1999.

In June 2000, he joined GPM as a technician where he was responsible in managing chain production, jewellery cutting and casting process. In 2021, he was promoted to Production Manager, where his responsibilities include managing our manufacturing operations and maintenance of machineries.

With over 20 years of experience working in our Group, he was promoted in 2021 as the Head of Production in our Company where he oversees our daily manufacturing operations.

5.2.9 Involvement of our Key Senior Management in other businesses or corporations

As at the LPD, none of our Key Senior Management has any principal business activities performed outside our Company (including principal directorships in the past 5 years preceding the LPD).

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

5.3 BOARD PRACTICES

5.3.1 Directorship

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

Name	Designation	Date of expiration of the current term of office	No. of years in office
Tan Sri Azlan Bin Mohd Zainol	Independent Non-Executive Chairman	At the 1 st AGM of our Company	Less than 1 year
Ng Sheau Chyn	Managing Director	At the 1 st AGM of our Company	Less than 1 year
Tang Yow Sai	Independent Non-Executive Director	At the 1 st AGM of our Company	Less than 1 year
Aw Ee Leng	Independent Non-Executive Director	At the 1 st AGM of our Company	Less than 1 year
Datuk Ng Yih Pyng	Non-Independent Non-Executive Director	At the 1 st AGM of our Company	Less than 1 year

In accordance with our Company's Constitution, all Directors shall retire from office at the first AGM of our Company and 1/3 (or the number nearest to 1/3) of our Directors shall retire by rotation at the AGM of our Company in every subsequent year and shall be eligible for re-election provided always that all the Directors shall retire at least once in each 3 years but shall be eligible for re-election. Any Director appointed either to fill a casual vacancy or as an addition to the existing Directors shall hold office only until the next AGM and shall then be eligible for re-election. None of our Directors has been appointed for a fixed term.

5.3.2 Audit and Risk Management Committee

Our Audit and Risk Management Committee was established on 15 July 2021 and its members are appointed by our Board. Our Audit and Risk Management Committee comprises the following members:

Name	Designation	Directorship
Tang Yow Sai	Chairman	Independent Non-Executive Director
Aw Ee Leng	Member	Independent Non-Executive Director
Datuk Ng Yih Pyng	Member	Non-Independent Non-Executive Director

The main functions of the Audit and Risk Management Committee include:

- (a) to review the quarterly results to Bursa Securities and year-end financial statements of our Group before submission to our Board, focusing particularly on changes in or implementation of major accounting policy changes, significant matters highlighted and how these matters are addressed, and compliance with accounting standards and other legal requirements;
- (b) to consider the nomination and appointment of external auditors and, if found appropriate, to recommend their appointment and their audit fee;

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

- (c) to discuss with the external auditors, prior to the commencement of audit, their audit plan, which shall state the nature of the audit, and to ensure an effective co-ordination of audit, where more than one audit firm is involved;
- (d) to review, in respect of internal audit functions, amongst others, the adequacy of the audit scope, functions, competency and resources of the internal audit function and that it has the necessary authority to carry out its functions;
- (e) to monitor any related party transactions and situations where a conflict of interest may arise within our Group, including any transaction, procedure or course of conduct that raises questions of management integrity, as well as to assess the financial risks relating to such transactions, and to ensure that our Directors report such transactions annually to our shareholders via the annual report;
- (f) to review the reports in relation to the adequacy and integrity of our Group's internal control system and to review the results of the annual review done on the system of internal control and the risk management framework;
- (g) to discuss issues and matters arising from the interim and final external audits, and any matters the external auditors and/or internal auditors may wish to discuss in the absence of management, where necessary;
- (h) to assess the effectiveness of the risk management framework, review and monitor risk reporting;
- (i) to report promptly to Bursa Securities and/or to SC on any matter reported to our Board, which has not been satisfactorily resolved resulting in the breach of the Listing Requirements, rules and guidelines issued by Bursa Securities and/or the SC;
- (j) to assess the suitability, objectivity and independence of the external auditor to safeguard the quality and reliability of audited financial statements; and
- (k) to consider other matters as may be directed by our Board from time to time.

5.3.3 Remuneration Committee

Our Remuneration Committee was established on 15 July 2021 and its members are appointed by our Board. Our Remuneration Committee comprises the following members:

Name	Designation	Directorship
Tang Yow Sai	Chairman	Independent Non-Executive Director
Aw Ee Leng	Member	Independent Non-Executive Director
Datuk Ng Yih Pyng	Member	Non-Independent Non-Executive Director

The main functions of the Remuneration Committee include:

- (a) to develop and formulate a transparent remuneration policy and procedures framework for the Directors and Key Senior Management;
- (b) to review and recommend to the Board the remuneration of the Directors and Key Senior Management (where necessary), with reference to the Remuneration Policy of the Company (if any), taking into consideration the responsibilities, functions, performance, expertise, Company's operating results, and comparable market statistics where applicable;
- (c) to ensure the levels of remuneration be sufficiently attractive and be able to retain and/or motivate the Directors and Key Senior Management to drive the Company's long term objectives;

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

- (d) to recommend the engagement of external professional advisers to assist and/or advise the Remuneration Committee on remuneration matters, where necessary; and
- (e) to perform any other functions as defined by the Board.

5.3.4 Nomination Committee

Our Nomination Committee was established on 15 July 2021 and its members are appointed by our Board. Our Nomination Committee comprises the following members:

Name	Designation	Directorship
Aw Ee Leng	Chairman	Independent Non-Executive Director
Tang Yow Sai	Member	Independent Non-Executive Director
Datuk Ng Yih Pyng	Member	Non-Independent Non-Executive Director

The main functions of the Nomination Committee include:

- (a) to recommend to the Board new candidate(s) for appointment (taking into account gender diversity) and to recommend to the Board re-appointment/re-election of Directors. In making a recommendation to the Board on the candidate(s) for directorship, the Nomination Committee will consider the skills, knowledge, ability, expertise, experience, professionalism and integrity of the candidate(s), and any potential conflict of interest. In the case of candidates for the position of independent non-executive directors, the Nomination Committee will also evaluate the candidates' ability to discharge such responsibilities or functions as expected from independent non-executive directors;
- (b) to conduct annual assessment on Board, Board Committees and individual Directors and to annually review, or as required, the required mix of skills, diversity, business and professional experiences that should be added to the Board;
- (c) to appraise each individual Director in terms of his experience, knowledge, credibility and credential, and assess their effectiveness and contribution in carrying out their obligations and duties as a Board member;
- (d) to examine the ability of each Director in contributing to the effective decision making process of the Board and ensure that the Board and Board Committees are functioning actively, efficiently and effectively in all its decision making;
- (e) to review, when necessary, the criteria to assess independence of the Independent Directors of the Company;
- (f) to assess the effectiveness of the Board as a whole and the Committees of the Board;
- (g) to annually review the term of office and performance of the Audit and Risk Management Committee;
- (h) to review the Board and senior management's succession plans from time to time, taking into account the challenges faced by and/or opportunities available to the Company, the skills and knowledge, including diversity needed by the Board in future, as well as to make recommendations to the Board on succession planning policy for the senior management;
- (i) to make recommendations to the Board on the necessary changes based on the reviews and assessments to the adequacy and relevance of the key duties and responsibilities of the Board and senior management personnel annually;

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

- (j) to ensure orientation and educational programmes are provided for new members of the Board, and to review/evaluate and/or determine the Directors' continuing education programmes to aid the Directors in the discharge of their duties; and
- (k) to review female personnel's participation in senior management.

5.4 REMUNERATION OF DIRECTORS AND KEY SENIOR MANAGEMENT

5.4.1 Directors' remuneration and material benefits in-kind

The details of the remuneration and material benefits in-kind paid and proposed to be paid to our Directors for services rendered to our Group in all capacities for the FYE 2020 and FYE 2021 are as follows:

FYE 2020 (Actual)	Fees (RM'000)	Salary (RM'000)	Bonus (RM'000)	Allowances (RM'000)	Statutory contributions (EPF, SOCSO and EIS) (RM'000)	Benefits in- kind (RM'000)	Total (RM'000)
Executive Director: Ng Sheau Chyn	-	381	59	-	53	24	517
Non-Executive Directors: Tan Sri Azlan Bin Mohd Zaino ^(a) Tang Yow Sai ^(a) Aw Ee Leng ^(a) Datuk Ng Yih Pyng ^(b)	- - - - -	- - - - -	- - - - -	- - - - -	- - - - -	- - - - -	- - - - -

Notes:

- (a) Appointed on 31 May 2021.
- (b) Re-designated to Non-Independent Non-Executive Director on 11 May 2021.

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

FYE 2021 (Proposed)	Fees (RM'000)	Salary (RM'000)	^(b) Bonus (RM'000)	Allowances (RM'000)	Statutory contributions (EPF, SOCSO and EIS) (RM'000)	Benefits in- kind (RM'000)	Total (RM'000)
Executive Director: Ng Sheau Chyn	-	391	-	-	48	24	463
Non-Executive Directors: Tan Sri Azlan Bin Mohd Zainol	^(a) 35	-	-	-	-	-	35
Tang Yow Sai	^(a) 28	-	-	-	-	-	28
Aw Ee Leng	^(a) 21	-	-	-	-	-	21
Datuk Ng Yih Pyng	-	-	-	-	-	-	-

Notes:

- (a) The fees for our Independent Non-Executive Directors are pro-rated from 31 May 2021, being the date of their appointment to our Board.
- (b) Bonuses are not included as it will be determined later depending on the performance of our Group.

The remuneration, which includes our Directors' salaries, bonuses, fees and allowances as well as other benefits of our Directors, must be considered and recommended by our Remuneration Committee and subsequently be approved by our Board. Our Directors' fees and/or benefits must be further approved by our shareholders at a general meeting.

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

5.4.2 Key Senior Management's remuneration and material benefits in-kind

The aggregate remuneration and material benefits in-kind paid and proposed to be paid to our Key Senior Management for services rendered to our Group in all capacities for the FYE 2020 and FYE 2021 are as follows:

Key Senior Management	Remuneration band	
	FYE 2020	^(b) Proposed for the FYE 2021
	(RM'000)	(RM'000)
Samuel Sia Hsiao Guong ^(a)	Nil to 50	150 to 200
Lim Wai Chee	50 to 100	50 to 100
Ong Hui Eng	50 to 100	50 to 100
Whelly @ James Bin Gonsorob @ Roseday	50 to 100	50 to 100

Notes:

- (a) Samuel Sia Hsiao Guong joined our Group in November 2020.
- (b) Bonuses are not included as it will be determined later depending on the performance of our Group.

5.5 DECLARATIONS BY EACH PROMOTER, DIRECTOR AND KEY SENIOR MANAGEMENT

None of our Promoter, Directors and Key Senior Management is or was involved in any of the following events, whether within or outside Malaysia:

- (i) a petition under any bankruptcy or insolvency law was 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 member of key senior management in the last 10 years;
- (ii) disqualified from acting as a director of any corporation, or from taking part directly or indirectly in the management of any corporation;
- (iii) charged or convicted in a criminal proceeding, or is a named subject of a pending criminal proceeding in the last 10 years;
- (iv) any judgment was entered against such person, 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 in the last 10 years;
- (v) 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 in the last 10 years;
- (vi) 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) reprimanded or issued any warning by any regulatory authority, securities or derivatives exchange, professional body or government agency in the last 10 years; or
- (viii) any unsatisfied judgment against him.

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

5.6 FAMILY RELATIONSHIPS AND ASSOCIATIONS

Save as disclosed below, there are no family relationships or associations between our substantial shareholders, Promoter, Directors and Key Senior Management:

Name	Position/Designation
<u>Promoter and substantial shareholder</u>	
Tomei	N/A
<u>Substantial shareholder</u>	
TFC	Major shareholder of Tomei
TBSB	Major shareholder of Tomei
Tan Sri Datuk Dr. Ng Teck Fong (Deceased) ^(a)	Founder of Tomei
Ng Sheau Chyn ^(b)	Our Managing Director and also the Non-Independent Non-Executive Director of Tomei
Datuk Ng Yih Pyng ^(b)	Our Non-Independent Non-Executive Director and also the Managing Director of Tomei
Ng Yih Chen ^(b)	Executive Director of Tomei
Ng Sheau Yuen ^(b)	Executive Director of Tomei

Notes:

- (a) He was the father of Ng Sheau Chyn, Datuk Ng Yih Pyng, Ng Yih Chen and Ng Sheau Yuen.
- (b) Ng Sheau Chyn, Datuk Ng Yih Pyng, Ng Yih Chen and Ng Sheau Yuen are siblings.

5.7 SERVICE AGREEMENTS

As at the LPD, none of our Directors and/or Key Senior Management have any existing or proposed service agreement with our Group.

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

5.8 MANAGEMENT REPORTING STRUCTURE

The management reporting structure of our Group is as follows:

