

## 9. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT

### 9.1 PROMOTER AND SUBSTANTIAL SHAREHOLDERS

#### 9.1.1 Profiles of our Promoter and substantial shareholders

##### (i) DXN Global as Promoter and substantial shareholder

DXN Global is our Promoter and substantial shareholder having 74.3% equity interest in our Company, out of which 0.3% is held on trust for DLSJ and 26.0% is held on trust for DLBL.

DXN Global was incorporated in Malaysia under the Companies Act, 1965 on 8 June 2011 as a private limited company under the name of Deras Capital Sdn Bhd and is deemed registered under the Act. DXN Global changed its name to its present name on 29 March 2012. DXN Global is principally engaged in investment holding activities with investments in property development, property investment, buying, selling, renting and operating self-owned or leased real estate and residential buildings.

As at the LPD, the issued share capital of DXN Global is RM1,000 comprising 1,000 ordinary shares.

The table below sets out the shareholders of DXN Global and their respective shareholding in DXN Global as at the LPD:

Shareholder	Nationality / Country of incorporation	Direct		Indirect	
		No. of DXN Global shares	%	No. of DXN Global shares	%
DLBL	Malaysian	500	50.0	-	-
DLSJ	Malaysian	499	49.9	-	-
Gano Global <sup>(1)</sup>	Singapore	1	0.1	-	-

**Note:**

(1) Gano Global intends to dispose its entire shareholding representing 0.1% equity interest in DXN Global to DLSJ for a cash consideration of RM1 prior to our Listing.

##### (ii) DLSJ as substantial shareholder

DLSJ, a Malaysian, is our Non-Independent Executive Chairman and our substantial shareholder by virtue of his interest in DXN Global and his beneficial ownership representing approximately 0.3% equity interest in our Company that is held on trust by DXN Global. Details of his profile are set out in Section 9.2.1(i) of this Prospectus. For his family relationship with our substantial shareholders, Promoter and Directors, see Section 9.4 of this Prospectus.

##### (iii) DLBL as substantial shareholder

DLBL, a Malaysian, is our substantial shareholder by virtue of her interest in DXN Global and her beneficial ownership representing approximately 26.0% equity interest in our Company that is held on trust by DXN Global. For her family relationship with our substantial shareholders, Promoter and Directors, see Section 9.4 of this Prospectus.

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

### (iv) Gano Global as substantial shareholder

Gano Global was incorporated in Singapore under the Companies Act (Chapter 50) of Singapore on 3 March 2017 as a private company limited by shares under its present name. Gano Global is principally engaged in investment holding and was incorporated as a special purpose vehicle to hold the investment of KACMF in our Company. Gano Global is wholly-owned by KACMF, which in turn is wholly-owned by KACF LP.

KACMF was incorporated in Singapore under the Companies Act (Chapter 50) of Singapore on 17 October 2012 as a private company limited by shares under its present name. KACMF is registered with the Accounting and Corporate Regulatory Authority in Singapore. KACF LP is an exempted limited partnership formed on 24 April 2012 under the laws of the Cayman Islands.

As at the LPD, the issued share capital of Gano Global is USD45,955,132 comprising 866,001 ordinary shares and 45,089,131 preference shares.

KACF LP and KACMF are managed by their fund manager, KV Asia Capital Pte Ltd, a private equity firm based in Singapore with offices also in Kuala Lumpur and Jakarta (“**KV Asia Capital**” or “**Fund Manager**”). Our Non-Independent Non-Executive Director, Vibhav Panandiker, is an executive director and an indirect substantial shareholder of the Fund Manager. The Fund Manager was formed under the Companies Act (Chapter 50) of Singapore on 5 August 2010 as a private company limited by shares under its present name and holds a capital market services licence granted by the Monetary Authority of Singapore. The Fund Manager is responsible for the conduct and affairs and management of KACF LP and KACMF with full discretion to allocate investments.

KACF LP and KACMF’s interests in our Company, being one of their investee companies, are for investment purposes only where they do not participate in the day-to-day management and operations of such investee companies.

As at the LPD, KACF LP is diversely owned by one general partner, KV Asia GP Limited (4.9%) and 20 limited partners consisting of institutional investors such as pension funds and investment funds from the U.S., Germany, Denmark, Switzerland, United Kingdom, Jersey, Guernsey and the Cayman Islands with interests ranging from 1.1% to 11.4% in KACF LP.

No single limited partner of KACF LP has the ability to control or to participate in the management of KACF LP and KACMF or KACMF’s investee companies, including Gano Global.

The table below sets out the shareholders of Gano Global and their respective shareholding in Gano Global as at the LPD:

Shareholder	Nationality / Country of incorporation	Direct		Indirect	
		No. of ordinary shares in Gano Global	%	No. of ordinary shares in Gano Global	%
KACMF	Singapore	<sup>(1)</sup> 866,001 ordinary shares	100.00	-	-
KACF LP	Cayman Islands	-	-	<sup>(2)</sup> 866,001 ordinary shares	100.00

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

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**Notes:**

- (1) *KACMF also holds 44,129,787 (97.9%) preference shares in Gano Global. The remaining 719,508 (1.6%) and 239,836 (0.5%) preference shares of Gano Global are held by Ang Kong Hua and Edwin Gerungan respectively. Ang Kong Hua and Edwin Gerungan are members of the Fund Manager's International Advisory Committee.*
- (2) *Deemed interested by virtue of its shareholding in KACMF, applying Section 8(4) of the Act.*

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

### 9.1.2 Shareholding of our Promoter and substantial shareholders

The following table sets out the direct and indirect shareholdings of our Promoter and substantial shareholders before and after our IPO:

Name/ Nationality/ Country of incorporation	Before our IPO <sup>(1)</sup>				After our IPO											
	Shareholding after the Subdivision				Assuming the Over-allotment Option is not exercised <sup>(2)</sup>				Assuming the Over-allotment Option is fully exercised <sup>(3)</sup>				Upon our Listing and assuming full exercise of the ESOS Options <sup>(4)</sup>			
	Direct		Indirect		Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares ( <sup>(1)</sup> 000)	%	No. of Shares ( <sup>(1)</sup> 000)	%	No. of Shares ( <sup>(1)</sup> 000)	%	No. of Shares ( <sup>(1)</sup> 000)	%	No. of Shares ( <sup>(1)</sup> 000)	%	No. of Shares ( <sup>(1)</sup> 000)	%	No. of Shares ( <sup>(1)</sup> 000)	%	No. of Shares ( <sup>(1)</sup> 000)	%
<b>Promoter and substantial shareholder</b>																
DXN Global / Malaysia	3,584,640	<sup>(5)</sup> 74.3	-	-	3,086,140	61.9	-	-	2,918,359	58.5	-	-	2,918,359	58.2	-	-
<b>Substantial shareholders</b>																
DLSJ / Malaysian	-	-	3,584,640	<sup>(6)</sup> 74.3	-	-	3,086,140	<sup>(6)</sup> 61.9	-	-	2,918,359	<sup>(6)</sup> 58.5	3,000	0.1	2,918,359	<sup>(6)</sup> 58.2
DLBL / Malaysian	-	-	3,584,640	<sup>(6)</sup> 74.3	-	-	3,086,140	<sup>(6)</sup> 61.9	-	-	2,918,359	<sup>(6)</sup> 58.5	-	-	2,918,359	<sup>(6)</sup> 58.2
Gano Global / Singapore	1,240,360	25.7	-	-	492,610	9.9	-	-	449,454	9.0	-	-	449,454	9.0	-	-
KACMF / Singapore	-	-	1,240,360	<sup>(7)</sup> 25.7	-	-	492,610	<sup>(7)</sup> 9.9	-	-	449,454	<sup>(7)</sup> 9.0	-	-	449,454	<sup>(7)</sup> 9.0
KACF LP / Cayman Islands	-	-	1,240,360	<sup>(8)</sup> 25.7	-	-	492,610	<sup>(8)</sup> 9.9	-	-	449,454	<sup>(8)</sup> 9.0	-	-	449,454	<sup>(8)</sup> 9.0

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

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**Notes:**

- (1) *Based on our enlarged issued Shares of 4,825,000,000 after the Subdivision.*
- (2) *Based on our enlarged issued Shares of 4,985,000,000 after our IPO and assuming full subscription of our Issue Shares allocated to the Eligible Persons in respect of the Retail Offering.*
- (3) *Assuming an Over-allotment Option of 210,937,500 Shares, representing 15.0% of the total number of our IPO Shares offered.*
- (4) *Based on our enlarged issued Shares of 5,015,000,000 assuming full exercise of 30,000,000 ESOS Options intended to be offered as described in Section 4.2.6 of this Prospectus.*
- (5) *DXN Global has legal interest of 74.3% equity interest in our Company of which it holds the legal and beneficial interest of 48.0% equity interest in our Company. The balance 26.3% equity interest in our Company is held by DXN Global on trust for DLSJ (0.3%) and DLBL (26.0%).*
- (6) *Deemed interested by virtue of his/her shareholding in DXN Global, applying Section 8(4) of the Act.*
- (7) *Deemed interested by virtue of its shareholding in Gano Global, applying Section 8(4) of the Act.*
- (8) *Deemed interested by virtue of its shareholding in KACMF, applying Section 8(4) of the Act.*

**9.1.3 Changes in our Promoter's and substantial shareholders' shareholdings in our Company for the past three years**

Save for the Subdivision as detailed in Section 4.2.1 of this Prospectus, there has been no change in our Promoter's and substantial shareholders' shareholdings in our Company for the past three years preceding the LPD.

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

### 9.2 BOARD OF DIRECTORS

Our Board acknowledges and takes cognisance of the MCCG which contains recommendations to improve upon or to enhance corporate governance as an integral part of the business activities and culture of such companies.

Our Company has a Board comprising at least 30% women Directors and a majority of Independent Directors as per the recommendations under the MCCG.

With that, our Board believes that our current Board composition provides the appropriate balance in terms of skills, knowledge and experience to promote the interests of all shareholders and to govern our Group effectively. Our Board is also committed to achieving and sustaining high standards of corporate governance.

Within the limits set by our Constitution, our Board is responsible for the governance and management of our Group. To ensure the effective discharge of its functions, our Board has set out the following key responsibilities in the board charter:

- (i) review and adopt a strategic plan for our Group to ensure sustainability of our business and Group's operations and support long-term value creation;
- (ii) oversee, together with our management, the governance on sustainability including setting strategies, priorities and targets on economic, environmental and social consideration underpinning sustainability and communication on the same (including performance against targets) to internal and external stakeholders;
- (iii) oversee the conduct of our Group's business to evaluate whether our business is being properly managed (which includes managing conflicts of interest, preventing the abuse of power, fraud, bribery and corruption, insider trading and money laundering);
- (iv) identify principal risks and recognise that business decisions involve taking appropriate risks. Determine the risk appetite within which our management is to operate and ensure the implementation of a risk management framework (incorporating mitigation measures) to identify, analyse, evaluate, manage and monitor significant financial and non-financial risks;
- (v) ensure that all members of our Board and our management team are of sufficient calibre and oversee succession planning, including appointing, training, fixing the compensation of and where appropriate, replacing our Board members and senior management;
- (vi) oversee the development and implementation of an investor relations programme or shareholder communications policy for our Group;
- (vii) review the adequacy and the integrity of our Group's risk management, internal control systems and management information systems, including systems/reporting framework for compliance with applicable laws, regulations, rules, directives and guidelines;
- (viii) ensure the integrity of our Company and our Group's financial and non-financial reporting particularly that our financial statements are true and fair and conform with the laws; and
- (ix) ensure that our Company has in place the appropriate corporate disclosure procedures to ensure effective communication with our shareholders and other stakeholders.

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

In addition, the roles and responsibilities of our Non-Independent Executive Chairman and Chief Executive Officer are clearly segregated to further enhance and preserve a balance of authority and accountability. Our Non-Independent Executive Chairman is primarily responsible for, among others, the following:

- (i) providing leadership for our Board so that our Board can perform its responsibilities effectively;
- (ii) leading our Board in setting the values and standards as well as the adoption and implementation of good corporate governance practices in our Group;
- (iii) maintaining a relationship of trust with and between our Executive and Non-Executive Directors;
- (iv) setting the board agenda and ensuring the provision of accurate, timely, complete and clear information to our Directors as well as ensuring that our Board committee meetings are conducted separately from our Board meetings;
- (v) ensuring the adequacy and integrity of the governance process and issues including upgrading and monitoring good corporate governance practices within our Group;
- (vi) chairing our Board and shareholder meetings, and ensuring the proceedings thereof comply with good conduct and practices;
- (vii) functioning as a facilitator at meetings of our Board to ensure that no member, whether Executive or Non-Executive, dominates discussion and that relevant discussions take place with relevant opinions among members forthcoming, encouraging active participation and allowing dissenting views to be freely expressed and ensuring that discussions result in logical and understandable outcome;
- (viii) leading our Board in its collective oversight of our management; and
- (ix) ensuring that appropriate steps are taken to provide effective communication with stakeholders and that their views are communicated to our Board as a whole.

On the other hand, our Chief Executive Officer is primarily responsible for the day-to-day operations of our Group's business, leading the implementation of policies, strategies and decisions adopted by our Board as well as monitoring the operating and financial results of our Group against plans and budgets.

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

<b>Director</b>	<b>Designation</b>	<b>Age</b>	<b>Nationality</b>	<b>Date of appointment as Director</b>	<b>Date of expiration of the current term of office at AGM</b>	<b>No. of years and months in office</b>
DLSJ	Non-Independent Executive Chairman	62	Malaysian	3 April 1996	Subject to retirement by rotation at our AGM in 2023	26 years

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

<b>Director</b>	<b>Designation</b>	<b>Age</b>	<b>Nationality</b>	<b>Date of appointment as Director</b>	<b>Date of expiration of the current term of office at AGM</b>	<b>No. of years and months in office</b>
Teoh Hang Ching	Non-Independent Executive Director and Chief Executive Officer <sup>(1)</sup>	63	Malaysian	9 February 2022	Subject to retirement by rotation at our AGM in 2025	2 months
DLBY	Non-Independent Non-Executive Director	58	Malaysian	22 November 1998	Subject to retirement by rotation at our AGM in 2025	23 years 5 months
Vibhav Panandiker	Non-Independent Non-Executive Director	58	Singaporean	12 May 2017	Subject to retirement by rotation at our AGM in 2025	4 years 11 months
Datuk Noripah Binti Kamso	Senior Independent Non-Executive Director	64	Malaysian	10 February 2022	Subject to retirement by rotation at our AGM in 2023	2 months
Tunku Afwida Binti Tunku A. Malek	Independent Non-Executive Director	56	Malaysian	10 February 2022	Subject to retirement by rotation at our AGM in 2024	2 months
Stefan Heitmann	Independent Non-Executive Director	56	German	10 February 2022	Subject to retirement by rotation at our AGM in 2024	2 months
Abraham Verghese A/L T V Abraham	Independent Non-Executive Director	65	Malaysian	10 February 2022	Subject to retirement by rotation at our AGM in 2024	2 months
Ong Huey Min <sup>(2)</sup>	Independent Non-Executive Director	64	Malaysian	1 August 2022	Subject to retirement by rotation at our AGM in 2023	-

**Notes:**

(1) The date of his re-designation as Chief Executive Officer was 16 May 2022.

(2) Ong Huey Min was appointed as Independent Non-Executive Director subsequent to the LPD.

None of our other Directors represent any corporate shareholder on our Board except for DLSJ who is a representative of DXN Global and Vibhav Panandiker who is a representative of Gano Global. Further, there are no family relationships between our Directors save for DLSJ and DLBY, who are brothers.



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

### 9.2.1 Profiles of our Directors

#### (i) DLSJ

DLSJ, a Malaysian aged 62, is our Non-Independent Executive Chairman. He was appointed to our Board on 3 April 1996 as our Non-Independent Executive Chairman/Chief Executive Officer. He relinquished his position as Chief Executive Officer in May 2022.

He obtained a Bachelor of Technology from the Indian Institute of Technology Kharagpur, India in 1984. While studying in India, he developed an interest in alternative medicine, in particular, the benefits of Ganoderma on human health.

From 1984 to 1994, he worked as an engineer at Muda Agriculture Development Authority in Kedah, a government agency established under the Ministry of Agriculture and Food Industries of Malaysia to improve and manage economic development projects in the Muda area in Kedah and to plan and manage all agricultural development assigned to it by the state governments of Kedah and Perlis.

He is the founder of our Group with over 25 years of experience in the direct selling industry and the business operations of our Group. Our Group started with DXN Marketing which commenced operations in 1995. Due to his keen interest in Ganotherapy as a holistic approach to alternative medicine, he set on his mission to promote the benefits of Ganoderma on human health and he advocated the scientific cultivation and processing of Ganoderma into health supplements and various food and personal care products. Under his stewardship, our Group ventured beyond the Malaysian borders into the international markets. As our Chief Executive Officer between 1996 and May 2022, he oversaw the entire business operations of our Group and played a key pivotal role in key operational matters, marketing and was responsible for the overall expansion of our Group. He continues to be responsible for overseeing our Group's strategic business strategies, marketing plans and R&D, which are integral to our Group's continued development and expansion potential.

He currently sits on the board of various subsidiaries of our Group and several other private limited companies as disclosed in Section 9.2.3 of this Prospectus.

#### (ii) Teoh Hang Ching

Teoh Hang Ching, a Malaysian aged 63, is our Non-Independent Executive Director and Chief Executive Officer. He has over 37 years of experience in various industries such as auditing, trading and manufacturing including over 14 years in the direct selling industry. He was appointed to our Board on 9 February 2022.

He obtained his Chartered Institute of Management Accountants ("**CIMA**") qualification and was admitted as an Associate member and Fellow of CIMA in 1994 and 2002 respectively. He has been a member of MIA since 1994.

He began his career in 1982 with the National Audit Department of Malaysia until 1993 as an auditor responsible for the audits on statutory bodies, district offices and local councils.

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

From 1994 to 1997, he was Group Management Accountant of Tan Kar Pin Holding Sdn. Bhd., a company involved in the manufacturing and trading of aluminium and stainless steel. In 1997, he joined Chiang Jiang Aluminium Sdn. Bhd. ("**Chiang Jiang**") as General Manager until 2003 where he was responsible for assisting in setting up the company and its overall management.

He joined our Group as Senior Manager – CEO office in 2003. He subsequently held various positions in our Group including as International Business Senior Manager, Country Manager of our Philippines branch and India, and President of our U.S. operations and marketing activities. He left our Group in 2008 and re-joined Chiang Jiang as General Manager until 2010 before joining Alumac Sdn Bhd, a company involved in the manufacturing and trading of aluminium where he served as General Manager between 2011 and 2012.

He returned to our Group in 2012 as Regional Manager, responsible for our Philippines branch and oversaw our operations in India. He was subsequently promoted and held several senior positions in our Group including as our Chief Operating Officer where he was tasked with overseeing the operations of our Group's foreign subsidiaries which are involved in direct selling and our factory operations in China and India, as our Marketing Executive Director and subsequently as Chief Marketing Officer in 2016 before he assumed his current position as our Chief Executive Officer in May 2022.

### (iii) **DLBY**

DLBY, a Malaysian aged 58, is our Non-Independent Non-Executive Director. He was appointed to our Board on 22 November 1998 as our Non-Independent Executive Director and was re-designated as our Non-Independent Non-Executive Director in May 2022.

He obtained a Bachelor of Business Administration in International Trade and Accounting from the Soochow University, Taipei, Republic of China in 1991 and a Master of Business Administration from the National University of Singapore in 2001.

He began his career in 1990 as Assistant Audit Manager with Reality United Firm, CPAs, an accounting firm in Taiwan and left in 1996 to join our Group in 1997.

Since 1997, he has been a director of DXN Marketing and a key senior member of DXN Marketing's management primarily responsible for its management, administration and licensing as well as assisting in setting up its branches. From 1998 to May 2022 (including the period when DXN was listed on the Kuala Lumpur Stock Exchange), he served as our Managing Director responsible for our Group's management, administration and licensing.

He currently sits on the board of various subsidiaries of our Group and several other private limited companies as disclosed in Section 9.2.3 of this Prospectus.

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### (iv) Vibhav Panandiker

Vibhav Panandiker, a Singaporean aged 58, is our Non-Independent Non-Executive Director. He was appointed to our Board on 12 May 2017.

He obtained both his Bachelor of Engineering (Honours) in the Electrical and Electronics branch and Master of Science (Honours) in Economics from the Birla Institute of Technology and Science, India in 1987, and Post Graduate Diploma in Management from the Indian Institute of Management, Bangalore, India ("IIMB") in 1991.

He began his career in 1986 as Product Marketing Executive at Wipro Systems Limited, an information technology consulting and business process services company. He left in 1989 to pursue his post graduate studies at the IIMB.

Upon graduating from IIMB in 1991, he joined Citibank N.A. in India as Product Manager responsible for enhancing product offering for cash management, monitoring profitability and managing controls and efficiency of products in India. He left in 1995 to join Standard Chartered Bank, India as Product Manager where he was responsible for setting up cash management products in India. He moved to Singapore in 1996 to join Citibank N.A., Singapore as Regional Product Manager until 2000. Between 2000 and 2001, he was the Industry Practice Director for financial services responsible for building a practice for e-business consulting for financial services sector at Web Connection Pte Ltd, an internet services company in Singapore.

Between 2001 and 2009, he was a director at Standard Chartered Bank (Singapore) Limited, Private Equity Division where he was responsible for originating, analysing and structuring investment opportunities and monitoring portfolio companies. He was appointed as Managing Director of Global Special Opportunities to look after J.P. Morgan (S.E.A.) Limited's ("JP Morgan") private equity investments in Southeast Asia and India in 2009. In 2010, he left JP Morgan to co-found and is currently a partner of KV Asia Capital, a private equity firm headquartered in Singapore that is focused on making equity investments in companies across Southeast Asia. He currently sits on the boards of several investee companies as representative of KV Asia Capital as disclosed in Section 9.2.3 of this Prospectus.

### (v) Datuk Noripah Binti Kamso

Datuk Noripah Binti Kamso, a Malaysian aged 64, is our Senior Independent Non-Executive Director. She was appointed to our Board on 10 February 2022.

She obtained a Diploma in Business Studies from Institut Teknologi Mara, Malaysia (the predecessor of Universiti Teknologi Mara ("UiTM")) in 1978, a Bachelor of Science from Northern Illinois University in the U.S. in 1980 and a Master of Business Administration from Marshall University, U.S. in 1981. She is a member of the Institute of Corporate Directors Malaysia.

She began her career in 1980 as Development Officer, Project Division at Urban Development Authority of Malaysia ("UDA") where she was responsible for overseeing the overall implementation of development projects. She left UDA and joined Bank of Commerce (M) Berhad in 1983 (which subsequently became part of CIMB Group Holdings Berhad (together with its subsidiaries and associated companies, "CIMB Group")) as an Executive Trainee and rose up the ranks to Senior Manager of the corporate banking department.

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She remained with the CIMB Group for the next 30 years until 2014 where she held various key positions including Deputy General Manager, General Manager and director of the corporate banking department of Commerce International Merchant Bankers Berhad (“**CIMBB**”) responsible for all corporate lending businesses from 1993 to 2004. While she was serving at CIMBB, she was also the Chief Executive Officer of CIMB Futures Sdn Bhd (“**CIMB Futures**”) in-charge of derivatives broking from 1996 to 2004. She was Chief Executive Officer of CIMB Principal Asset Management Berhad (“**CPAM**”) from 2004 to 2008 and the founding Chief Executive Officer of CIMB Principal Islamic Asset Management Sdn. Bhd. (“**CPIAM**”) from 2008 until 2012. During her tenure, CPAM evolved into a regional asset management house and CPIAM extended its reach to various jurisdictions offering investment capabilities in equities and sukuk for global institutional investors. Her last position was as an advisor to CIMB Islamic Wholesale Banking of the CIMB Group from 2013 until 2014. She had also served as executive director of CIMB Futures, CPAM and CPIAM during her tenure with the CIMB Group.

In 2015, she lectured graduate and undergraduate students in Islamic Capital Market at the College of Business and Public Administration as Global Practitioner in Residence in the Centre for Global Citizenship of Principal Financial Group at Drake University, US. In the academic year from 2016 to 2017, she was a visiting fellow in Islamic finance at the Oxford Centre for Islamic Studies, an independent centre of the University of Oxford, United Kingdom where she pioneered the establishment of the Islamic finance department. She has been a visiting lecturer at St. Joseph University in Beirut, Lebanon since 2015, lecturing on the fundamentals of Islamic finance contracts to practising lawyers pursuing their Master in Law degree. She was an adjunct professor in the School of Economics, Finance & Banking of Universiti Utara Malaysia between 2014 and 2019 and she was also an adjunct professor in the Faculty of Business and Management of UiTM between 2019 and 2021.

Between 2015 and 2017, she was appointed by the SC to serve as Public Interest Director of the Federation of Investment Managers Malaysia, recognised by the SC as a self-regulatory organisation for the unit trust industry. Between 2016 and 2020, she was a member of the Appeals Committee of Securities Industries Dispute Resolution Centre, an expert, independent and impartial alternative dispute resolution body established by the SC as part of its investor protection framework. She was also the Chairman of Bank Kerjasama Rakyat Malaysia Berhad from 2018 to 2020 and the Chairman of the board of trustees of Yayasan Bank Rakyat from 2019 to 2020.

She has been an independent director of Top Glove Corporation Berhad since 2015 and Swift Haulage Berhad since 2021, both public companies listed on the Main Market of Bursa Securities and also holds directorships in several corporations as disclosed in Section 9.2.3 of this Prospectus.

### (vi) **Tunku Afwida Binti Tunku A. Malek**

Tunku Afwida Binti Tunku A. Malek, a Malaysian aged 56, is our Independent Non-Executive Director. She was appointed to our Board on 10 February 2022.

She obtained a Bachelor of Science (Honours) in Economics and Accountancy from The City University, London (the predecessor of City, University of London) in 1988 and qualified as a Chartered Accountant of the Institute of Chartered Accountants in England and Wales in 1992. Currently, she is a member of MIA.

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She left the United Kingdom in 1993 to return to Malaysia and joined Rashid Hussain Asset Management (the predecessor of RHB Asset Management Sdn Bhd) as a fund manager and analyst until 1994, when she joined UOB Asset Management Ltd in Singapore as an equities analyst and manager and left in 1995. Between 1995 and 2003, she served as an executive director and Chief Investment Officer at Commerce Asset Fund Managers Sdn Bhd (the predecessor of CPAM).

Between 2003 and 2008, she held senior and leadership positions in two investment banks. She joined MIMB Investment Bank Berhad (*now known as Hong Leong Investment Bank Berhad*) in 2003 and served as Chief Executive Officer until 2006. She was then appointed as Chief Executive Officer of Kenanga Investment Bank Berhad ("**Kenanga IB**") between 2006 and 2008. She also served as an executive director of both banks during her tenure with the banks.

During the period after she left Kenanga IB, she served on the boards of a number of public and private companies including Cagamas Berhad, i-VCAP Management Sdn Bhd, Universiti Tun Abdul Razak Sdn Bhd, Transnational Insurance Brokers (M) Sdn Bhd and Benih Semaian Sdn Bhd. Between 2016 and 2022, she was a director and co-owner of Asia Equity Research Sdn Bhd, a company licensed by the SC to provide advisory services in corporate finance including compliance and funding advisory related services.

She is currently the Chairman of Affin Hwang Investment Bank Berhad. She has been an independent director of Telekom Malaysia Berhad since 2016, SAM Engineering & Equipment (M) Berhad since 2020 and Enra Group Berhad since March 2022, all public companies listed on the Main Market of Bursa Securities and also holds directorships in several corporations as disclosed in Section 9.2.3 of this Prospectus.

### (vii) Stefan Heitmann

Stefan Heitmann, a German aged 56, is our Independent Non-Executive Director. He was appointed to our Board on 10 February 2022.

He graduated with a degree in Business Administration (*Diplom- Betriebswirt (FH)*) from the University of Applied Sciences, Rheinland Pfalz, Germany (*Fachhochschule Rheinland Pfalz*) (the predecessor of Mainz University of Applied Sciences (*Hochschule Mainz*)) in 1993.

He began his career in 1985 as an Apprentice Industrial Business Management Assistant at Hoechst AG, a pharmaceutical and chemical company in Germany. He was conscripted for mandatory military service in Germany from 1987 until 1988. Subsequent thereto, he returned to Hoechst AG in 1988 as a marketing executive (Eastern Europe) and rose through the ranks to become a pharmaceutical representative and thereafter international pharmaceutical representative at Hoechst Australia Ltd. between 1993 to 1994, business service (distribution) & business development manager at Hoechst Thai Ltd in Bangkok, Thailand between 1994 and 1996, regional controller & marketing coordinator for South East Asia and Pakistan at Hoechst Marion Roussel AG (Singapore Representative Office) in Singapore between 1997 and 1998 and finally as Country Business Analyst, Asia Pacific at Hoechst Marion Roussel AG, Frankfurt from 1998 to 1999.

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

He subsequently joined the Zuellig Pharma group from 1999 until 2012 across its operations in the Philippines, Indonesia, Vietnam, Brunei and Malaysia where he held various senior positions including as Vice President of operations at Metro Drug, Inc., Manila, Philippines in 1999 and his last position was as President & General Manager in 2003. He was then transferred to PT Wigo Distribusi Farmasi, Jakarta, Indonesia where he was General Manager and subsequently President Director before he was transferred in 2006 to serve as General Director of Zuellig Pharma Vietnam Co. Ltd., Vietnam until his subsequent transfer in 2011 to serve as the Chief Executive at Zuellig Pharma Sdn Bhd, Malaysia overseeing operations in Malaysia and Brunei until 2012.

Since 2012, he has been providing healthcare consultancy services, initially privately on his own and subsequently under Windira Ltd and thereafter under Windira (HK) Limited, where he is Managing Director and co-owner. He has provided advisory services to, among others, healthcare manufacturer and distributors.

He currently sits on the board of several companies as disclosed in Section 9.2.3 of this Prospectus.

### (viii) **Abraham Verghese A/L T V Abraham**

Abraham Verghese A/L T V Abraham, a Malaysian aged 65, is our Independent Non-Executive Director. He was appointed to our Board on 10 February 2022.

He became an associate member of Association of Chartered Certified Accountants (“**ACCA**”) in 1982 and has been a Fellow member of ACCA since 1987. He has been a member of Malaysian Institute of Certified Public Accountants (*formerly known as* Malaysian Association of Certified Public Accountants) (“**MICPA**”) since 1989 and is currently a member of MIA. He is a member of the Institute of Corporate Directors Malaysia.

He began his career with T Chellapah & Co, an accounting firm, in 1979 as an Audit Assistant and left in the same year to join Hanafiah Raslan & Mohamad, an accounting firm. He remained with the firm after its merger in 1990 with Arthur Anderson (“**AA**”) and the subsequent merger in 2002 with Ernst and Young (“**EY**”), an international accounting firm, until his retirement in 2016. In the 37 years with the firm, he held various senior positions and gained vast experience in accounting, auditing and financial consulting, initial public offering, corporatisation and privatisation of entities in varying industries, including financial institutions, stockbroking, asset and fund management, manufacturing, real estate, education, construction and healthcare. He was appointed as National Partner from 1994 to 1997 and subsequently Worldwide Partner of AA from 1997 to 2001 and went on to become a Partner at EY from 2002 until 2016.

He has been an independent director of Maxim Global Berhad since 2019, a public company listed on the Main Market of Bursa Securities.

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

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**(ix) Ong Huey Min**

Ong Huey Min, a Malaysian aged 63, is our Independent Non-Executive Director. She was appointed to our Board on 1 August 2022.

She completed her secondary school education at Sekolah Menengah King Edward VII, Taiping in 1977. She is a member of MICPA and MIA since 1983 and 1988 respectively. She is also a member of Chartered Tax Institute of Malaysia (*formerly known as* Malaysian Institute of Taxation) since 2003.

She began her career in 1978 as an Articled Clerk at Peat Marwick, Mitchell & Co (*now known as* KPMG PLT) and rose through the ranks of supervisor, manager and director over her years of service with the firm. In 2003, she was appointed as Executive Director/Partner heading the Penang tax division of KPMG Tax Services Sdn Bhd ("**KPMG Tax**"), her last position held before her retirement in 2014. She stayed on as a Consultant at KPMG Tax for 3 months in 2015. During her tenure of more than 35 years at KPMG, she gained extensive experience in tax advisory and tax compliance matters and was the engagement partner for public listed and multinational companies in various industries. She also advised foreign investors on various tax incentives accorded by the Government and setting up initial operations in Malaysia.

Since 2015, she has been the co-founding partner of YNWA Advisory PLT, a corporate advisory firm which provides, among others, business management consultancy, investment advisory and tax consultancy services.

She has been an independent director of Pensonic Holdings Bhd and Globetronics Technology Bhd since 2017, both public companies listed on the Main Market of Bursa Securities.

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

### 9.2.2 Shareholding of our Directors

The following table sets out the direct and indirect shareholdings of our Directors before and after our IPO:

Director	Before our IPO <sup>(1)</sup>				After our IPO											
	Direct		Indirect		Assuming the Over-allotment Option is not exercised <sup>(2)</sup>				Assuming the Over-allotment Option is fully exercised <sup>(3)</sup>				Upon our Listing and assuming full exercise of the ESOS Options <sup>(4)</sup>			
	No. of Shares	%	No. of Shares	%	Direct		Indirect		Direct		Indirect		Direct		Indirect	
	('000)		('000)		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
DLSJ	-	-	3,584,640	<sup>(5)</sup> 74.3	-	-	3,086,140	<sup>(5)</sup> 61.9	-	-	2,918,359	<sup>(5)</sup> 58.5	3,000	0.1	2,918,359	<sup>(5)</sup> 58.2
Teoh Hang Ching	-	-	-	-	1,000	*	-	-	1,000	*	-	-	3,500	0.1	-	-
DLBY	-	-	-	-	5,000	0.1	-	-	5,000	0.1	-	-	5,250	0.1	-	-
Vibhav Panandiker	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Datuk Noripah Binti Kamsu	-	-	-	-	200	*	-	-	200	*	-	-	400	*	-	-
Tunku Afwida Binti Tunku A. Malek	-	-	-	-	-	-	-	-	-	-	-	-	200	*	-	-
Stefan Heitmann	-	-	-	-	-	-	-	-	-	-	-	-	200	*	-	-
Abraham Verghese A/L T V Abraham	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Ong Huey Min	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

**Notes:**

\* *Negligible*

(1) *Based on our enlarged issued Shares of 4,825,000,000 after the Subdivision.*

(2) *Based on our enlarged issued Shares of 4,985,000,000 upon Listing and assuming full subscription of the Issue Shares allocated to the Eligible Persons in respect of the Retail Offering.*



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

- (3) Assuming an Over-allotment Option of 210,937,500 Shares, representing 15.0% of the total number of our IPO Shares offered.
- (4) Based on our enlarged issued Shares of 5,015,000,000 assuming full exercise of 30,000,000 ESOS Options intended to be offered as described in Section 4.2.6 of this Prospectus.
- (5) Deemed interested by virtue of his shareholding in DXN Global, applying Section 8(4) of the Act.

### 9.2.3 Principal business activities performed by our Directors outside our Group in the past five years

The principal business activities performed by our Directors outside our Group as at the LPD and the directorships of our Directors outside our Group at present and in the past five years preceding the LPD are as follows:

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
<b>DLSJ</b>		
• Aura Orientasi Sdn Bhd (striking off in process)	• Restaurants	• Director ( <i>Appointed on 22 September 2016</i> ) and substantial shareholder (direct)
• Bio Synergy Engineering Sdn Bhd	• R&D on other natural science and engineering N.E.C. <sup>(1)</sup>	• Substantial shareholder (indirect)
• Bulgano Ltd.	• Dormant <sup>(2)</sup>	• Substantial shareholder (direct)
• CM2H Holding Sdn Bhd	• Activities of holding companies with investments in mining, sawmilling and plantation	• Director ( <i>Appointed on 18 June 2019</i> ) and substantial shareholder (direct)
• Daehsan Biotech Private Limited	• Manufacturing, trading, export and import and dealing in Ganoderma mushroom, Cordyceps mushroom and similar mushroom products and producing RG and GL capsules and powder	• Director ( <i>Appointed on 17 July 2012</i> ) and substantial shareholder (direct)
• Daxen Marketing Sdn Bhd ( <i>winding up</i> )	• Sale of chemists' goods	• Director ( <i>Appointed on 10 October 1994</i> ) and substantial shareholder (direct)
• DXN Eco Lodge PLC	• Dormant <sup>(2)</sup>	• Substantial shareholder (direct)
• DXN Global	• Investment holding activities	• Director ( <i>Appointed on 26 July 2011</i> ) and substantial shareholder (direct)
• DXN Green Tech Sdn Bhd	• Research and development and experimental work in relation to biotechnology, bio-chemical and agricultural products	• Director ( <i>Appointed on 1 March 2013</i> ) and substantial shareholder (direct)

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
<ul style="list-style-type: none"> <li>DXN Holistic Medicine Institute Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Conducting health courses on traditional medical treatment and related activities</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 4 July 2001</i>) and substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>DXN Land Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Property development and investment holding</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 17 September 1998</i>) and substantial shareholder (indirect)</li> </ul>
<ul style="list-style-type: none"> <li>DXN Plantation Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Timber logging, support service for forestry and forest plantation for forest service activities, support service for logging services</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 3 April 1996</i>) and substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>Eco Tree Resources Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>To carry on the business of operating, managing and cultivating of forestry, natural forest, various forest species and forest plantations and all related activities; to carry on the business of wood milling operation in all kinds of wood and related goods, articles and things of all kinds and description</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 4 January 2019</i>) and substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>GTM Indah Purnama Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Mining, sawmilling and plantation</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 16 June 2020</i>) and substantial shareholder (indirect)</li> </ul>
<ul style="list-style-type: none"> <li>Lim Siow Jin Estate Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Investment holding with investments in rubber, sesame and palm plantation</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 2 June 2010</i>) and substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>LSJ Coal Trading Pte Ltd</li> </ul>	<ul style="list-style-type: none"> <li>Coal trading</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 11 May 2010</i>) and substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>Pasukhas Cherating Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Activities of holding companies, real estate activities with own or leased property N.E.C.<sup>(1)</sup>, export and import of a variety of goods without any particular specialization N.E.C.<sup>(1)</sup></li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 14 January 2020</i>) and substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>Pine Biotech Private Limited</li> </ul>	<ul style="list-style-type: none"> <li>Production, processing and preservation of meat, fish, fruit vegetables, oils and fat</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 2 July 2012</i>) and substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>Pusat Rawatan Komplementari DXN Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Provision of therapeutic and herbal treatments through traditional Chinese methods, medicine and herbs; Conducting courses on homeopathy and nutrilogy</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 18 August 1999</i>) and substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>Richmont Sapphire Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Property development</li> </ul>	<ul style="list-style-type: none"> <li>Substantial shareholder (indirect)</li> </ul>

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
• Suria Sinarjaya Sdn Bhd	• Engaged in the business of fish farming	• Director ( <i>Appointed on 22 October 2015</i> ) and substantial shareholder (direct)
• Yiked-DXN Stargate Sdn. Bhd	• Property development and property investment, buying, selling, renting and operating of self-owned or leased real estate – residential buildings	• Substantial shareholder (indirect)
• Zaman Biotech Sdn Bhd	• General trading	• Director ( <i>Appointed on 29 October 2015</i> ) and substantial shareholder (direct)
• DNC Food Industries	• Manufacture of spices and curry powder, mixed farming	• Director ( <i>Appointed on 15 March 2018 and resigned on 23 May 2018</i> ) and substantial shareholder through DXN (indirect)
• Gemsinar Sdn Bhd ( <i>formerly known as Mont Skygold Sdn Bhd</i> )	• Trading and marketing activities for commodity and its related products, provision of services in commodity trading and its related products	• Director ( <i>Appointed on 31 January 2020 and resigned on 18 February 2021</i> )
• Sunyatee International Foundation	• Charitable organisation established for, among others, improving living standards of farmers and reducing malnutrition among children in the agricultural society in India	• Director ( <i>Appointed on 20 November 2019 and resigned on 13 March 2022</i> ) and substantial shareholder (direct)
<b>Teoh Hang Ching</b>		
• Nil	• Nil	• Nil
<b>DLBY</b>		
• Bio Synergy Engineering Sdn Bhd	• R&D on other natural science and engineering N.E.C. <sup>(1)</sup>	• Director ( <i>Appointed on 17 December 2007</i> )
• Brilliant Pillar Sdn Bhd	• Investment holding, with no current investments	• Substantial shareholder (direct)
• DXN Comfort Tours Sdn Bhd	• Travel agents and tour operators, provides flights and hotel booking services, inbound and outbound tour packages	• Director ( <i>Appointed on 21 April 2014</i> ) and substantial shareholder (direct)
• DXN Construction Sdn Bhd	• General contractor and provision of contract management services	• Director ( <i>Appointed on 2 December 1998</i> ) and substantial shareholder (indirect)

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
• DXN Development Sdn Bhd	• Construction and property development and trading in construction material	• Director ( <i>Appointed on 21 September 1997</i> ) and substantial shareholder (direct)
• DXN Global	• Investment holding activities	• Director ( <i>Appointed on 14 April 2021</i> )
• DXN Holistic Medicine Institute Sdn Bhd	• Conducting health courses on traditional medical treatment and related activities	• Director ( <i>Appointed on 7 April 2000</i> ) and substantial shareholder (direct)
• DXN Land Sdn Bhd	• Property development and investment holding	• Director ( <i>Appointed on 22 November 1998</i> )
• Fusion Development & Construction Sdn Bhd	• General building contractor	• Director ( <i>Appointed on 1 February 2012</i> ) and substantial shareholder (direct)
• Fusion Land Sdn Bhd	• Property development	• Director ( <i>Appointed on 7 September 2011</i> ) and substantial shareholder (indirect)
• Fusion Multiways Sdn Bhd	• Produce precast concrete, hire of machinery and general contractor	• Director ( <i>Appointed on 2 June 2013</i> ) and substantial shareholder (indirect)
• Giltlink Ventures Sdn Bhd	• Property development	• Director ( <i>Appointed on 8 October 2005</i> ) and substantial shareholder (direct)
• Jati Foundation	• To organise, establish, carry out, participate, assist, aid and give relief to the poor; to foster, fund, develop and improve education; to establish and/or support or to aid in the establishment and/or support of making donations	• Director ( <i>Appointed on 4 July 2017</i> )
• Keat Hwa (K) Primary	• Property management for SRJK (C) Keat Hwa (K), foundation fund	• Director ( <i>Appointed on 17 September 2008</i> )
• Keat Hwa Guo Zhong (KD)	• To hold land and building for Keat Hwa Secondary School for education purposes	• Director ( <i>Appointed on 20 October 2019</i> )
• Prosperity Structure Sdn Bhd	• Property development and investment holding	• Director ( <i>Appointed on 22 January 2003</i> ) and substantial shareholder (direct)
• Pusat Rawatan Komplementari DXN Sdn Bhd	• Provision of therapeutic and herbal treatments through traditional Chinese methods, medicine and herbs; Conducting courses on homeopathy and nutrilogy	• Director ( <i>Appointed on 18 August 1999</i> ) and substantial shareholder (direct)

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
• Richmond Sapphire Sdn Bhd	• Property development	• Director ( <i>Appointed on 12 October 2015</i> )
• T&L Property Marketing and Management Sdn Bhd	• Property agent and insurance agency	• Substantial shareholder (direct)
• Yiked-DXN Stargate Sdn. Bhd	• Property development and property investment, buying, selling, renting and operating of self-owned or leased real estate – residential buildings	• Director ( <i>Appointed on 11 August 2006</i> )
• DXN Plantation Sdn Bhd	• Timber logging, support service for forestry and forest plantation for forest service activities, support service for logging services	• Director ( <i>Appointed on 31 January 2021 and resigned on 7 September 2021</i> )
<b>Vibhav Panandiker</b>		
• Asia Pacific Education Holdings Sdn Bhd	• Investment holding with investments in the education business	• Director ( <i>Appointed on 29 August 2018</i> )
• Beauty Brands International Pte. Ltd.	• Investment holding with investments in personal care business in Indonesia	• Director ( <i>Appointed on 30 July 2021</i> )
• Gano Global	• Special purpose vehicle to hold investments of KACMF in our Company	• Director ( <i>Appointed on 13 March 2017</i> )
• Hyper I International Pte. Ltd. (in liquidation, members' voluntary winding up)	• Investment holding <sup>(2)</sup>	• Director ( <i>Appointed on 4 December 2015</i> )
• IMR Offshore Pte. Ltd.	• Investment holding with investments in the business of industrial machinery and equipment installation and mechanical engineering works	• Director ( <i>Appointed on 8 June 2015</i> )
• IMR Power Pte. Ltd.	• Investment holding with investments in the business of industrial machinery and equipment installation and mechanical engineering works	• Director ( <i>Appointed on 27 June 2019</i> )
• International Offshore Pte. Ltd.	• Investment holding with investments in the business of industrial machinery and equipment installation and mechanical engineering works	• Director ( <i>Appointed on 8 June 2015</i> )

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
• Knowledge Capital Pte. Ltd.	• Investment holding with investments in the education business	• Director ( <i>Appointed on 28 June 2017</i> )
• KV Asia Capital	• Advising and managing private equity and other funds	• Director ( <i>Appointed on 5 August 2010</i> ) and substantial shareholder (indirect)
• KV Asia Capital Consulting Pte Ltd	• Management and consultancy services	• Director ( <i>Appointed on 12 October 2012</i> ) and substantial shareholder (indirect)
• KV Asia Capital Consulting Sdn Bhd	• Management consultancy services	• Director ( <i>Appointed on 11 June 2014</i> ) and substantial shareholder (indirect)
• KV Asia Capital Interest II Limited	• Investment holding company set up for future investments	• Director ( <i>Appointed on 26 July 2019</i> ) and substantial shareholder (direct)
• KACMF	• Investment holding with subsidiaries involved in the businesses of personal care, engineering, technology, healthcare, education and food processing	• Director ( <i>Appointed 19 October 2012</i> )
• KV Asia Capital Master Fund II Pte. Ltd.	• Investment holding company, set up for future investments	• Director ( <i>Appointed on 25 January 2019</i> )
• KV Asia GP Limited	• General partner of KACF LP	• Director ( <i>Appointed on 17 April 2012</i> ) and substantial shareholder (indirect)
• KV Asia GP II Limited	• General partner of KV Asia Capital Fund II L.P.	• Director ( <i>Appointed on 10 September 2018</i> ) and substantial shareholder (indirect)
• KV Asia Holdings Limited	• Investment holding with interest in the investment manager of KV Asia Capital's investment funds	• Director ( <i>Appointed on 6 February 2013</i> ) and substantial shareholder (direct)
• KV Asia Special LP II LLC	• Investment holding for future investments	• Member
• Modern Trade Holdings Pte. Ltd. (In liquidation, members' voluntary winding up)	• Investment holding <sup>(2)</sup>	• Director ( <i>Appointed on 4 December 2015</i> )
• Moulding Ventures Pte. Ltd.	• Investment holding <sup>(2)</sup>	• Director ( <i>Appointed on 8 January 2019</i> ) and substantial shareholder (direct)

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
• Protect Kapital Pte. Ltd.	• Investment holding with plans to invest in companies producing protective equipment	• Director (Appointed on 5 January 2022)
• Power Diesel Engineering Pte. Ltd.	• Installation of industrial machinery and equipment, and mechanical engineering works	• Director (Appointed on 21 October 2020)
• Teramachine Private Limited	• Renting of industrial machinery and equipment	• Director (Appointed on 7 September 2021)
• Aesthetics Holdings Pte. Ltd. (In liquidation, members' voluntary winding up)	• Investment holding with investment in beauty, aesthetics, wellness and personal care business	• Director (Appointed on 10 December 2013 and resigned on 23 May 2020)
• Derma-RX International Aesthetics Pte. Ltd. (In liquidation, members' voluntary winding up)	• Business of products and services in beauty, aesthetics and wellness area	• Director (Appointed on 17 August 2018 and resigned on 23 May 2020)
• Derma-RX Laboratories Pte. Ltd.	• Manufacture and wholesale of cosmetics and toiletries	• Director (Appointed on 17 August 2018 and resigned on 23 May 2020)
• The DRX Clinic Pte. Ltd.	• Clinics and other general medical services	• Director (Appointed on 17 August 2018 and resigned on 23 May 2020)
• The DRX Group Pte. Ltd. In liquidation, members' voluntary winding up)	• Investment holding with investment in beauty, aesthetics, wellness and personal care business	• Director (Appointed on 22 May 2017 and resigned on 23 May 2020)
• The DRX Medispa Pte. Ltd.	• Beauty salons and spas (including slimming, skin care and hair care centres)	• Director (Appointed on 17 August 2018 and resigned on 23 May 2020)
<b>Datuk Noripah Binti Kamso</b>		
• Swift Haulage Berhad (listed on the Main Market of Bursa Securities)	• Provision of container haulage services and warehousing	• Director (Appointed on 22 June 2021) and shareholder (direct)
• Top Glove Corporation Berhad (listed on the Main Market of Bursa Securities)	• Investment holding and provision of management services with subsidiaries involved in the manufacture and trading of gloves, healthcare & other hospital related products and homecare & personal products, and other investments	• Director (Appointed on 18 March 2015) and shareholder (direct)

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

Name of company/entity	Principal activities	Involvement in business activities
<ul style="list-style-type: none"> <li>Bank Kerjasama Rakyat Berhad</li> </ul>	<ul style="list-style-type: none"> <li>Banking activities based on Shariah principles through accepting deposits and providing financial services for retail and commercial needs</li> </ul>	<ul style="list-style-type: none"> <li>Director (Appointed on 11 December 2018 and resigned on 3 April 2020) and shareholder</li> </ul>
<ul style="list-style-type: none"> <li>BIMB Investment Management Berhad (subsidiary of BIMB Holdings Berhad, listed on the Main Market of Bursa Securities)</li> </ul>	<ul style="list-style-type: none"> <li>Managing Islamic unit trust funds</li> </ul>	<ul style="list-style-type: none"> <li>Director (Appointed on 10 February 2015 and resigned on 14 December 2018)</li> </ul>
<ul style="list-style-type: none"> <li>Federation of Investment Managers Malaysia</li> </ul>	<ul style="list-style-type: none"> <li>A self-regulatory organisation that imparts governance oversight of the unit trust industry to protect the interest of investors</li> </ul>	<ul style="list-style-type: none"> <li>Director (Appointed on 5 August 2015 and resigned on 5 August 2017)</li> </ul>
<ul style="list-style-type: none"> <li>Good Logistics Holdings Sdn Bhd (formerly known as Swift Logistics Holdings Berhad)</li> </ul>	<ul style="list-style-type: none"> <li>Investment holding<sup>(3)</sup></li> </ul>	<ul style="list-style-type: none"> <li>Director (Appointed on 14 June 2021 and resigned on 2 August 2021)</li> </ul>
<ul style="list-style-type: none"> <li>Malaysia Debt Ventures Berhad</li> </ul>	<ul style="list-style-type: none"> <li>Engaged in the provision of financing facilities to the information and communication technology (“ICT”), biotechnology and other emerging technology sectors as mandated by the Government of Malaysia to spur the development of the ICT and biotechnology sectors in Malaysia</li> </ul>	<ul style="list-style-type: none"> <li>Director (Appointed on 17 September 2014 and resigned on 14 November 2017)</li> </ul>
<ul style="list-style-type: none"> <li>Uniutama Education and Consultancy Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Providing training and consultancy services, operation and management of academic programmes and operator of international school</li> </ul>	<ul style="list-style-type: none"> <li>Director (Appointed on 1 April 2018 and resigned on 31 December 2018)</li> </ul>
<b>Tunku Afwida Binti Tunku A. Malek</b>		
<ul style="list-style-type: none"> <li>Affin Hwang Investment Bank Berhad (subsidiary of Affin Bank Berhad which is listed on the Main Market of Bursa Securities)</li> </ul>	<ul style="list-style-type: none"> <li>Investment banking, stockbroking activities, dealing in options and futures and related financial services</li> </ul>	<ul style="list-style-type: none"> <li>Director (Appointed on 9 May 2022)</li> </ul>
<ul style="list-style-type: none"> <li>Areum Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Wholesale of perfumeries, cosmetics, soap and toiletries</li> </ul>	<ul style="list-style-type: none"> <li>Director (Appointed on 1 December 2020) and substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>Benih Semaian Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Dormant</li> </ul>	<ul style="list-style-type: none"> <li>Director (Appointed on 17 March 2008) and substantial shareholder (direct)</li> </ul>



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

Name of company/entity	Principal activities	Involvement in business activities
• Bob Korean Beauty (M) Sdn Bhd	• Operating beauty spa	• Director (Appointed on 11 October 2018)
• Dexasia Technologies Sdn Bhd	• Other information technology service activities N.E.C. <sup>(1)</sup> Wholesale of a variety of goods without any particular specialisation N.E.C. <sup>(1)</sup>	• Director (Appointed on 10 March 2020) and substantial shareholder (direct)
• Enra Group Berhad (listed on the Main Market of Bursa Securities)	• Property investment, investment holding, management services activities and sale of completed properties with subsidiaries involved in property development, provision of upstream and downstream infrastructure technology solution to the oil and gas industry and other energy services	• Director (Appointed on 8 March 2022)
• GITN Sdn Berhad (subsidiary of Telekom Malaysia Berhad which is listed on the Main Market of Bursa Securities)	• Develop and operate an integrated telecommunication network infrastructure managed network service and value-added telecommunications and information technologies services telecommunication and information technology services	• Director (Appointed on 6 May 2019)
• SAM Engineering & Equipment (M) Berhad (listed on the Main Market of Bursa Securities)	• Investment holding and provision of corporate management services with subsidiaries involved in the provision of end-to-end manufacturing solutions on critical engine parts and other related equipment parts under the aerospace segment, equipment engineering solutions for commercial, semiconductor and other industries under the equipment manufacturing segment and end-to-end precision tooling, including large format computer numerical control machining parts under the precision engineering segment	• Director (Appointed on 1 January 2020)
• Telekom Malaysia Berhad (listed on the Main Market of Bursa Securities)	• The establishment, maintenance and provision of telecommunications services and related services	• Director (Appointed on 28 April 2016)
• Webe Digital Sdn Bhd (subsidiary of Telekom Malaysia Berhad which is listed on the Main Market of Bursa Securities)	• Provide network infrastructure facilities and services, last mile services for fixed and wireless consisting of broadband, messaging and voice	• Director (Appointed on 3 September 2018)
• Asia Equity Research Sdn Bhd	• To provide advisory services in corporate finance and investment advice	• Director (Appointed on 15 November 2016 and resigned on 14 April 2022)

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
<ul style="list-style-type: none"> <li>Export-Import Bank of Malaysia Berhad</li> </ul>	<ul style="list-style-type: none"> <li>To operate the business of banking in the promotion and support of export, import and investment to carry on the business of banking in all its branches and department to receive money, securities and valuables of all kinds on deposit provision of export and domestic credit insurance facilities</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 15 August 2014 and resigned on 14 August 2019</i>)</li> </ul>
<ul style="list-style-type: none"> <li>Gamuda Berhad (<i>listed on the Main Market of Bursa Securities</i>)</li> </ul>	<ul style="list-style-type: none"> <li>Investment holding and civil engineering construction</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 1 June 2012 and resigned on 8 December 2021</i>)</li> </ul>
<ul style="list-style-type: none"> <li>i-VCAP Management Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Islamic fund management activities</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 17 July 2009 and resigned on 31 December 2018</i>)</li> </ul>
<ul style="list-style-type: none"> <li>Lafarge Malaysia Berhad (<i>now known as Malayan Cement Berhad (listed on the Main Market of Bursa Securities)</i>)</li> </ul>	<ul style="list-style-type: none"> <li>Investment holding with subsidiaries involved in manufacturing, sale, trading and supply of clinker, cement, ready-mix concrete, other building and related material, construction aggregate and other investments</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 29 February 2016 and resigned on 19 June 2019</i>)</li> </ul>
<ul style="list-style-type: none"> <li>Nin Younggwang My Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>To operate and manage spa, health care, sales and online sales</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 4 May 2018 and resigned on 31 December 2021</i>)</li> </ul>
<b>Stefan Heitmann</b>		
<ul style="list-style-type: none"> <li>CTDL Limited</li> </ul>	<ul style="list-style-type: none"> <li>Sales and marketing of scuba diving cruises</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 10 August 2016</i>) and substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>Windira (HK) Limited</li> </ul>	<ul style="list-style-type: none"> <li>Consulting services</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 16 December 2019</i>) and substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>PT Dewi Nusantara</li> </ul>	<ul style="list-style-type: none"> <li>Scuba diving cruise operator</li> </ul>	<ul style="list-style-type: none"> <li>President Commissioner (<i>Appointed on 30 November 2015</i>)</li> </ul>
<ul style="list-style-type: none"> <li>Vision Trade Switzerland Gmbh</li> </ul>	<ul style="list-style-type: none"> <li>Commercialising its proprietary technology for small to large scale water filtration products and projects</li> </ul>	<ul style="list-style-type: none"> <li>Substantial shareholder (direct)</li> </ul>

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
<b>Abraham Verghese A/L T V Abraham</b>		
<ul style="list-style-type: none"> <li>• ATN Strategic Group Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>• To operate as a strategic investment company in health, nutritional and wellness related business, provide management and advisory and related support services to investee companies</li> </ul>	<ul style="list-style-type: none"> <li>• Director (<i>Appointed on 15 December 2016</i>) and substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>• B4Ithappens Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>• Provision of health and wellness services applying nutritional, supplementation and other complimentary methods and sale of related products</li> </ul>	<ul style="list-style-type: none"> <li>• Director (<i>Appointed on 11 June 2012</i>) and substantial shareholder (indirect)</li> </ul>
<ul style="list-style-type: none"> <li>• B4 Natural Processing Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>• Manufacturing, natural processing of nutrient extracts from food sources, packaging, importing, exporting and distribution of and dealing in all kinds of food and functional ingredients-based materials and ready to use products; mixing and processing of herbal extracts and extracted nutrients</li> </ul>	<ul style="list-style-type: none"> <li>• Director (<i>Appointed on 28 February 2019</i>) and substantial shareholder (indirect)</li> </ul>
<ul style="list-style-type: none"> <li>• Edotco Group Sdn Bhd (<i>a subsidiary of Axiata Group Berhad which is listed on the Main Market of Bursa Securities</i>)</li> </ul>	<ul style="list-style-type: none"> <li>• Investment holding and provision of technical and operation support services in the telecommunications and related industries in local and international markets</li> </ul>	<ul style="list-style-type: none"> <li>• Director (<i>Appointed on 15 October 2021</i>)</li> </ul>
<ul style="list-style-type: none"> <li>• Euangelion Training and Services Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>• Provision of training services, event organisation and advisory services</li> </ul>	<ul style="list-style-type: none"> <li>• Director (<i>Appointed on 5 October 2020</i>)</li> </ul>
<ul style="list-style-type: none"> <li>• Maxim Global Berhad (<i>listed on the Main Market of Bursa Securities</i>)</li> </ul>	<ul style="list-style-type: none"> <li>• Investment holding and construction related activities with subsidiaries engaged in property development, provision of project management services, generation &amp; sale of electricity and other investments</li> </ul>	<ul style="list-style-type: none"> <li>• Director (<i>Appointed on 26 February 2019</i>)</li> </ul>
<ul style="list-style-type: none"> <li>• Beyond Structural Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>• Provision of design and installation of lightings, internal design and other refurbishment works</li> </ul>	<ul style="list-style-type: none"> <li>• Substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>• 8 Pine Valley Pass Pty Ltd</li> </ul>	<ul style="list-style-type: none"> <li>• Property investment</li> </ul>	<ul style="list-style-type: none"> <li>• Substantial shareholder (direct)</li> </ul>
<ul style="list-style-type: none"> <li>• Boustead Holdings Berhad (<i>listed on the Main Market of Bursa Securities</i>)</li> </ul>	<ul style="list-style-type: none"> <li>• Investment holding with subsidiaries involved in plantations, property investment, pharmaceutical and healthcare, heavy industries, trading and financial services and other investments</li> </ul>	<ul style="list-style-type: none"> <li>• Director (<i>Appointed on 15 July 2019 and retired on 22 July 2020</i>)</li> </ul>

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

Name of company/entity	Principal activities	Involvement in business activities
<ul style="list-style-type: none"> <li>Boustead Hotels and Resorts Sdn Bhd (<i>subsidiary of Boustead Holdings Berhad</i>)</li> </ul>	<ul style="list-style-type: none"> <li>Hotel operations</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 15 January 2020 and resigned on 22 July 2020</i>)</li> </ul>
<ul style="list-style-type: none"> <li>Boustead Properties Berhad (<i>subsidiary of Boustead Holdings Berhad</i>)</li> </ul>	<ul style="list-style-type: none"> <li>Investment holding, property development and investment, ownership and operating of hotels and production and supply of chilled water for air conditioning</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 15 January 2020 and resigned on 22 July 2020</i>)</li> </ul>
<ul style="list-style-type: none"> <li>Coalition for Business Integrity Berhad</li> </ul>	<ul style="list-style-type: none"> <li>To champion a culture of business integrity in Malaysia, to facilitate business investments, to combat fraud and leakages in the market place, to reduce costs of doing business, to promote business growth through positive work culture, improved productivity, business networking and business matching</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 5 September 2017 and resigned on 25 June 2019</i>)</li> </ul>
<b>Ong Huey Min<sup>(4)</sup></b>		
<ul style="list-style-type: none"> <li>Globetronics Technology Berhad (<i>listed on Main Market of Bursa Securities</i>)</li> </ul>	<ul style="list-style-type: none"> <li>Investment holding with subsidiaries involved in the manufacture, assembly, testing and sale of among others, integrated circuits, optoelectronic products, small outline components, light-emitting diode components, electronics/semiconductor components, sensors, technical plating services for the semiconductor industry, provision of computer hardware &amp; software, system solutions and consultancy</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 23 October 2017</i>) and shareholder (direct and indirect)</li> </ul>
<ul style="list-style-type: none"> <li>Grafik Impresif Sdn Bhd ("<b>Grafik Impresif</b>")</li> </ul>	<ul style="list-style-type: none"> <li>Investment holding principally involved in investing in shares of public listed companies<sup>(5)</sup></li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 1 December 2016</i>)</li> </ul>
<ul style="list-style-type: none"> <li>Pensonic Holdings Berhad (<i>listed on the Main Market of Bursa Securities</i>)</li> </ul>	<ul style="list-style-type: none"> <li>Investment holding with subsidiaries involved in the manufacture, assembly, distribution, trading, marketing and sale of electronic appliances and products and home appliances</li> </ul>	<ul style="list-style-type: none"> <li>Director (<i>Appointed on 3 January 2017</i>)</li> </ul>
<ul style="list-style-type: none"> <li>YNWA Advisory PLT</li> </ul>	<ul style="list-style-type: none"> <li>Business management consultancy, investment advisory and tax consultancy services</li> </ul>	<ul style="list-style-type: none"> <li>Partner</li> </ul>

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

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**Notes:**

- (1) *The expression "N.E.C." utilised herein shall have the meaning "not elsewhere classified".*
- (2) *There are no current immediate investment plans for this company.*
- (3) *Good Logistics Holdings Sdn Bhd (formerly known as Swift Logistics Holdings Berhad) had not commenced operations during Datuk Noripah Binti Kamso's tenure as director in the company.*
- (4) *Ong Huey Min was appointed as Independent Non-Executive Director subsequent to the LPD.*
- (5) *Grafik Impresif holds shares in several public listed companies, one of which is Zhulian Corporation Berhad ("**Zhulian**") which is involved in a similar trade as our Group. The interest in Zhulian held indirectly by Ong Huey Min does not give rise to a conflict of interest situation, as Grafik Impresif's interest in Zhulian is negligible, representing less than 0.1% equity interest in Zhulian. Similarly, none of Grafik Impresif's interest in other public listed companies exceeds 0.1% equity interest in the respective companies.*

The involvement of our Directors mentioned above in other business activities outside our Group will not affect their commitment and responsibilities to our Group in their respective roles as our Directors.

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

### 9.2.4 Service contracts with our Directors

As at the date of this Prospectus, there are no existing or proposed service contracts between our Directors and us which provide for benefits upon termination of employment.

### 9.2.5 Directors' remuneration and material benefits in-kind

The remuneration and material benefits in-kind (including any contingent or deferred remuneration) paid or proposed to be paid to our Directors for services rendered to us in all capacities to our Group for the FYE 28 February 2022 and 2023 are as follows:

FYE 28 February 2022 (Paid)	Salary	Directors' Fees	Bonus	Contributions to EPF and Social Security Organisation	Allowances	Profit- sharing <sup>(1)</sup>	Benefits- in-kind	Total
	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)
DLSJ	2,499.5	-	312.4	113.1	-	-	13.1	2,938.1
Teoh Hang Ching	332.7	-	69.7	21.7	114.0	10.8	3.5	552.4
DLBY	298.1	-	-	38.1	12.0	-	-	348.2
Vibhav Panandiker	-	-	-	-	-	-	-	-
Datuk Noripah Binti Kamso	-	4.2	-	-	1.5	-	-	5.7
Tunku Afwida Binti Tunku A. Malek	-	3.3	-	-	1.5	-	-	4.8
Stefan Heitmann	-	3.3	-	-	2.0	-	-	5.3
Abraham Verghese A/L T V Abraham	-	3.5	-	-	2.0	-	-	5.5
Ong Huey Min	-	-	-	-	-	-	-	-

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

FYE 28 February 2023 (Proposed to be paid)	Salary	Directors' Fees	Bonus	Contributions to EPF and Social Security Organisation	Allowances	Profit- sharing <sup>(1)</sup>	Benefits- in-kind	Total
	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)
DLSJ	2,500.0	-	350.0	120.0	-	-	14.0	2,984.0
Teoh Hang Ching	457.0	-	100.0	29.0	119.0	15.0	3.5	723.5
DLBY	350.0	-	-	40.0	12.0	-	-	402.0
Vibhav Panandiker	-	-	-	-	-	-	-	-
Datuk Noripah Binti Kamso	-	66.7	-	-	17.0	-	-	83.7
Tunku Afwida Binti Tunku A. Malek	-	53.3	-	-	13.5	-	-	66.8
Stefan Heitmann	-	53.3	-	-	13.5	-	-	66.8
Abraham Verghese A/L T V Abraham	-	56.7	-	-	14.5	-	-	71.2
Ong Huey Min	-	34.4	-	-	7.0	-	-	41.4

**Note:**

- (1) We have a profit-sharing plan which selected employees, including our Key Senior Management and Chief Executive Officer, are entitled to participate in ("**Profit Sharing Scheme**"). Our Profit Sharing Scheme aims to improve our Group's profitability and align our employees' interests with those of our Group. Such employees are selected based on, among other things, seniority, length of service and work performance evaluation and their entitlement which is payable quarterly, is an amount equivalent to a percentage of less than 5% of the adjusted net profit set for the respective company in our Group which they are under the employment of and upon achieving specified performance and financial targets. Adjusted net profit refer to net profit before intercompany transactions (such as management fees and rental) and foreign exchange gain/loss.

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

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

### 9.2.6 Audit Committee

Our Audit Committee was formed by our Board on 10 February 2022. Our Audit Committee currently comprises the following members, all of whom are Independent Non-Executive Directors:

<u>Name</u>	<u>Designation</u>	<u>Directorship</u>
Abraham Verghese A/L T V Abraham	Chairman	Independent Non-Executive Director
Tunku Afwida Binti Tunku A. Malek	Member	Independent Non-Executive Director
Stefan Heitmann	Member	Independent Non-Executive Director

Our Audit Committee undertakes, among others, the following functions:

#### (i) External Audit

- (a) review the audit scope, nature and plan with external auditors to ensure that it has the necessary authority to carry out its work, including any changes to the planned audit scope and ensure co-ordination where more than one firm of auditors is involved and report on the same to our Board;
- (b) review external audit reports and management letters from the external auditors to ensure that prompt corrective actions are taken to address issues (including any deficiencies in internal control system) highlighted and report on the same to our Board;
- (c) discuss problems and reservations, if any, arising from the interim and final audits, and any matter (including all key audit matters highlighted in the auditors' report) which the external auditors wish to discuss in the absence of the management, where necessary;
- (d) review major audit findings and the management's response during the year with the management, external auditors and internal auditors, including the status of previous audit recommendations;
- (e) review the assistance and cooperation rendered by our Group's officers to the external auditors and difficulties encountered in the course of the audit work, including any restrictions on the scope of activities or access to required information;
- (f) set policies and procedures to assess the suitability, objectivity and independence of the external auditors. Consider and make recommendations to our Board in relation to the nomination and re-appointments of external auditors and their audit fees by taking into account the objectivity, suitability, competence, resource capacity and independence of the external auditors, the services and audit fee (to ensure balance between objectivity, quality of audit and value for money) and any question of resignation or dismissal including any written explanations, and the letter of resignation from external auditors, if applicable.

The assessment should also consider information presented in the Annual Transparency Report of the audit firm, if such report is prepared by the external auditors;

- (g) review whether there is reason, supported by grounds, to believe that the external auditors are not suitable for reappointment and report the same to our Board;



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

- (h) review the non-audit services provided by the external auditors and/or its network firms to our Company for the financial year, including the nature and extent of the non-audit services, fee of the non-audit services, individually and in aggregate, relative to the external audit fees and safeguards deployed to eliminate or reduce the threat to objectivity and independence in the conduct of the external audit resulting from the non-audit services provided. The contracts that cannot be entered into should include:
- management consulting;
  - strategic decision;
  - internal audit; and
  - policy and standard operating procedures documentation; and
- (i) ensure the independence of external auditors by periodically reviewing the written statement from the external auditors confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements.

### **(ii) Internal Audit**

- (a) ensure the internal audit function is independent of the activities it audits and the head of internal audit reports functionally to our Audit Committee directly. The head of internal audit shall be responsible for the regular review and/or appraisal of the effectiveness of the risk management, internal control, and governance processes within our Company;
- (b) approve the internal audit charter and review the adequacy of the scope, functions, competency, budget and resources of the internal audit function and whether it has the necessary authority to carry out its work;
- (c) review the internal audit plan, processes and results of the internal audit assessments, investigation undertaken and where necessary, ensure that appropriate and prompt action is taken by management on deficiencies in controls or procedures that are identified for the recommendations of the internal audit function;
- (d) take cognisance of resignations of internal audit staff members (for in-house internal audit function) or the internal audit service provider (for outsourced internal audit) and provide the resigning staff member or the internal audit service provider an opportunity to submit his reasons for resigning;
- (e) review the performance of the internal auditors on an annual basis;
- (f) direct and, where appropriate, supervise any special projects or investigation to be carried out by internal auditors as and when necessary, and review investigation reports on any major defalcations, frauds and thefts and management's response;
- (g) review the adequacy and effectiveness of internal control systems, including management information system and the internal auditors and or external auditors' assessment of these systems and policies; and
- (h) approve any appointment or termination of the internal audit service provider or senior staff members of the internal audit function, namely the head of internal audit and his/her deputy, if any.

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

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### (iii) Financial Reporting

- (a) review the quarterly and year-end financial statements of our Company, focusing particularly on the following to determine whether the financial statements taken as a whole provide a true and fair view of its financial position and performance;
- any changes in or implementation of major accounting policies changes and practices;
  - significant matters highlighted including financial reporting issues, significant judgments made by management, significant and unusual events and / or transactions, significant adjustments arising from the audit and how these matters are addressed;
  - litigation or actions that could affect the financial position, performance or results materially;
  - the going concern assumption;
  - integrity of financial statements; and
  - compliance with accounting standards and other legal requirements; and
- (b) review and monitor our Company's and our Group's finance function in respect of adequacy and sufficiency to support financial recording and reporting process to ensure accurate, complete, consistent and timely reporting.

### (iv) Internal Control

- (a) oversee our Group's internal control framework to ensure operational effectiveness and efficiency, reduce risk of inaccurate financial reporting, protect our Company's assets from misappropriation and encourage legal and regulatory compliance;
- (b) review major audit findings (including status of previous audit recommendations) of our Group's systems of internal controls and management's responses with management, external auditors, internal auditors and other consultants (if applicable);
- (c) report to our Board any suspected frauds or irregularities, serious internal control deficiencies or suspected infringement of laws, rules and regulations which come to its attention and are of sufficient importance to warrant the attention of our Board;
- (d) review and approve policies and procedures on whistle-blowing established to address allegations raised by whistle-blowers, to ensure independent investigation is conducted and follow-up action is taken and highlighted to our Audit Committee; and
- (e) review and approve policies and procedures on anti-corruption, and review the effectiveness of anti-corruption measures taken.

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

### (v) Compliance and others

- (a) review procedures in place to ensure effectiveness of system for monitoring compliance to ensure that our Group is in compliance with the Act, Listing Requirements and other relevant legislative and reporting requirements under the applicable laws, regulations, rules, directives and guidelines;
- (b) review our Audit Committee's reporting and the statement with regard to the state of internal controls and risk management of our Group for inclusion in the annual report for the relevant financial year and report the same to our Board;
- (c) review and verify the allocation of options to eligible Directors and employees pursuant to any employee share option scheme, if any, by close of relevant financial year;
- (d) review 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, and ensure that any such transaction is carried out at arm's length, on terms that are not detrimental to our Company and in the best interest of our Group and report the same to our Board;
- (e) direct and supervise, as appropriate, any necessary investigations and review all reports on any major irregularities;
- (f) review and assess our Audit Committee's terms of reference as conditions dictate; and
- (g) undertake continuous professional development or training to keep abreast with relevant developments in accounting and auditing standards, practice and rules or in any other relevant areas.

### 9.2.7 Nomination Committee

Our Nomination Committee was established by our Board on 10 February 2022. Our Nomination Committee currently comprises the following members, all of whom are Independent Non-Executive Directors:

<b>Name</b>	<b>Designation</b>	<b>Directorship</b>
Tunku Afwida Binti Tunku A. Malek	Chairman	Independent Non-Executive Director
Datuk Noripah Binti Kamso	Member	Senior Independent Non-Executive Director
Ong Huey Min	Member	Independent Non-Executive Director

Our Nomination Committee undertakes, among others, the following functions:

#### (i) Assessment of Board Composition

- (a) establish a policy formalising our Group's approach to boardroom diversity including diversity in gender, age, culture, skills, knowledge and experience and independence;

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

- (b) recommend to our Board suitable candidates for directorships on our Board, taking into consideration the following aspects when considering new appointments on our Board:
  - the candidates' skills, qualifications, knowledge, expertise, experience, professionalism and integrity;
  - in the case of candidates for the position of Independent Non-Executive Directors, the ability to discharge such responsibilities/functions as expected from Independent Non-Executive Directors; and
  - our Board's diversity in terms of skills, experience age, gender and culture;
- (c) evaluate, review and recommend on an annual basis to our Board the appropriate size, structure, balance and composition of our Board, required mix of skills, experience and other qualities, including core competencies to function effectively and efficiently which Non-Executive Directors shall bring to our Board to ensure that they are in line with our Company's and our Group's requirements and is in compliance with the Listing Requirements;
- (d) assess the effectiveness of our Board, the committees of our Board and the contributions of each individual Director, including the independence of Independent Non-Executive Directors, as well as the Chief Executive Officer and Chief Financial Officer (where these positions are not Board members), based on the process and procedures laid out by our Board and to provide the necessary feedback to directors in respect of their performance;
- (e) consider and recommend any policy regarding the period of service of Non-Executive Directors, tenure of Independent Non-Executive Directors and the term of office of Board committee members, including Chairmen of the respective Board committees;
- (f) assess on a periodic basis the independence of Independent Directors and that the Directors and officers of our Group meet the identified independence criteria and are not disqualified under the relevant regulations; and
- (g) periodically review the term of office, and terms of reference of all Board committees, assisted by the Company Secretary.

### (ii) Appointment(s)

- (a) identify, consider and recommend suitable persons for appointment as Directors of our Company, our Group and members of our Board committees and also Key Senior Management positions relying on sources from existing Board members, management, major shareholders, independent search firms and other independent sources; and
- (b) disclose in our Company's annual report our Company's policy on gender diversity for our Board and senior management, how candidates for Non-Executive Director-level positions were sourced including whether such candidates were recommended by the existing Board members, management, major shareholders or independent sources, and if the selection of candidates was solely based on recommendations made by existing Board members, management or major shareholders, our Nomination Committee should explain why other sources were not used.

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

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**(iii) Retirement, Re-election, Removal and Resignation of Director**

- (a) ensure that every Director, including the Executive Directors, shall be subject to retirement at least once every three years. A retiring Director shall be eligible for re-election. Recommend Director(s) who are retiring (by casual vacancy and by rotation) for re-election at our Company's AGM in accordance with our Constitution; and
- (b) recommend to our Board, candidates for re-election of Directors by shareholders. The tenure of an Independent Non-Executive Director should not exceed beyond a cumulative or consecutive term limit of nine years.

**(iv) Succession Planning**

- (a) the Chief Executive Officer shall assist our Nomination Committee in ensuring that an appropriate succession planning framework, talent management and human capital development programme is in place for the position of the Chief Executive Officer and key pivotal positions. Our Nomination Committee shall be apprised of the progress of the programme on a regular basis, and at least once a year; and
- (b) oversee succession planning for our Board Chairman and Directors.

**(v) Annual Performance Assessment**

- (a) assess annually the effectiveness of our Board as a whole, the committees of our Board and the contribution of each individual Director, including Independent Non-Executive Director. Our Nomination Committee shall ensure that all assessments and evaluations carried out by our Nomination Committee in the discharge of all functions shall be properly documented and disclosed in the annual report; and
- (b) assess annually the term of office and performance of our Audit Committee and each of its members to determine whether such Audit Committee members have carried out their duties in accordance with its terms of references.

**(vi) Training and Development**

- (a) arrange, with management, induction programmes for newly appointed directors to familiarise themselves with the operations, products and services of our Group through briefings by the relevant management teams.

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

### 9.2.8 Remuneration Committee

Our Remuneration Committee was established by our Board on 10 February 2022. Our Remuneration Committee currently comprises the following members, all of whom are Independent Non-Executive Directors:

<b>Name</b>	<b>Designation</b>	<b>Directorship</b>
Ong Huey Min	Chairman	Independent Non-Executive Director
Datuk Noripah Binti Kamsu	Member	Senior Independent Non-Executive Director
Tunku Afwida Binti Tunku A. Malek	Member	Independent Non-Executive Director

Our Remuneration Committee undertakes, among others, the following functions:

#### (i) Remuneration

- (a) review, and recommend to our Board for approval the remuneration policies and procedures for our Board, Board committees, the Executive Director and Key Senior Management. Independent professional advice may be obtained in determining the remuneration framework;
- (b) recommend to our Board, proposal on the Executive Director's remuneration and benefits including share option and compensation payment in the event of termination of the employment/service contracts (if any) by our Company and/or our Group. The recommendation should be made based on their respective performance relative to the key performance indicators set;
- (c) review and recommend to our Board our Directors' fees and benefits (if any) payable to the Non-Executive Directors for recommendation to the shareholders of our Company for approval; and
- (d) assist our Board in discharging its responsibilities to, among others, compensation strategy, management development and other compensation arrangements.

### 9.2.9 Risk Management Committee

Our Risk Management Committee was established by our Board on 10 February 2022. Our Risk Management Committee currently comprises the following members, of which the majority are Independent Non-Executive Directors:

<b>Name</b>	<b>Designation</b>	<b>Directorship</b>
Stefan Heitmann	Chairman	Independent Non-Executive Director
Abraham Verghese A/L T V Abraham	Member	Independent Non-Executive Director
Teoh Hang Ching	Member	Non-Independent Executive Director and Chief Executive Officer

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

Our Risk Management Committee undertakes, among others, the following functions:

### (i) Risk Management Framework

- (a) review the risk management framework for our Group and offer practical guidance to all employees on risk management issues and recommend changes as needed to ensure that our Group has in place a risk management policy which addresses the strategic, operational, financial and compliance risks for our Board's approval.

### (ii) Anti-Corruption & Bribery and Whistleblowing

- (a) review of corruption risk assessment continuously, at least every three years pursuant to the Malaysian Anti-Corruption Commission Act 2009 in order to provide assurance that our Group is operating in compliance with the current policies and procedures in relation to corruption and to determine that the policies and procedures are established and in place for whistleblowing and to prevent bribery and corruption.

### (iii) Risk Identification, Assessment, Monitoring and Reporting

- (a) ensure the infrastructure, resources and systems are in place and adequate for risk management and that risk management processes for the identification, measurement and analysis, reporting and mitigation of risks are in place within our Group and are operating in an efficient and effective manner;
- (b) identify and communicate to our Board the key risks (present and potential) faced by our Group, their changes and management action plans to manage the risks;
- (c) approve risk methodologies for measuring and managing risks arising from our Group's business and operational activities;
- (d) monitor our Group's level of risk tolerance and risk exposure and periodically review the same to ensure that these are aligned with risk strategies and objectives; and
- (e) review effectiveness and efficiency of the key internal control procedures and processes in place to manage risks successfully and to oversee the conduct of periodic testing of the effectiveness and efficiency of the internal control procedures and processes to ensure that the system is viable and robust.

### (iv) Strategic planning and others

- (a) review business continuity management including emergency plans and crisis readiness and review incidents within our Risk Management Committee's scope and assess the remedial actions.

#### 9.2.10 Executive Committee

Our Executive Committee was established by our Board on 10 February 2022 as a sub-committee of our Board and its general purpose is to provide an effective oversight of the business of our Group and to ensure that our Group's operations are aligned with the strategy approved by our Board and implemented within the framework and agreed financial limits as approved by our Board from time to time.

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

Subject to the framework and financial limits, our Executive Committee has primary authority for the close oversight of our Group's operations except those matters which are reserved for our Board, our Audit Committee, our Nomination Committee, our Remuneration Committee and our Risk Management Committee.

Our Executive Committee currently comprises the following members:

<b>Name</b>	<b>Designation</b>	<b>Directorship</b>
DLSJ	Member	Non-Independent Executive Chairman
Teoh Hang Ching	Member	Non-Independent Executive Director and Chief Executive Officer

Our Executive Committee undertakes, among others, the following functions:

### (i) General

- (a) sets strategic objectives and devises an overall strategic plan to chart the direction of our Group in meeting the objectives and recommends to our Board for adoption and thereafter, monitor the implementation of the said strategies;
- (b) supports and directs all aspects of the business strategies and plans as assigned or delegated by our Board and take any action or assume any other powers and responsibilities that may from time to time be assigned or delegated by our Board to implement such business;
- (c) reviews the business plans and budgets and monitors the progress and performance of the business plan and budgets, including performance against agreed key performance indicators in all aspect of our Group's operations;
- (d) puts into effect the policies laid down by our Board and monitors management actions to ensure that Board policies are adhered to;
- (e) oversees sustainability function within our Group and provides advice and assistance to our Board in monitoring the decisions and actions of management in achieving our Group's goal to be a sustainable organisation; and
- (f) examines, appraises and submits to our Board proposals for investment opportunities, which include acquisition or disposal of assets which are substantial in value as stipulated in the authority matrix.

### (ii) Sustainability

- (a) reviews and assesses sustainable impacts of major business decisions and recommend appropriate actions required;
- (b) reviews and recommends to our Board the sustainability strategies and plans that will create long term shareholder value including the budget required in implementing sustainability initiatives;
- (c) examines the annual assessment of our Group's environmental performance and progress, to consider and approve methods of measuring, assessing or validating our Group's corporate sustainability performance, and where appropriate, to commission an external independent assessment of the direct and indirect impact of any aspect of our Group's operations; and



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

- (d) assesses the effectiveness of our Group's policies and systems in identifying and managing the environmental, social and governance risks and opportunities that are material to the achievement of our Company's objectives.

### 9.3 KEY SENIOR MANAGEMENT

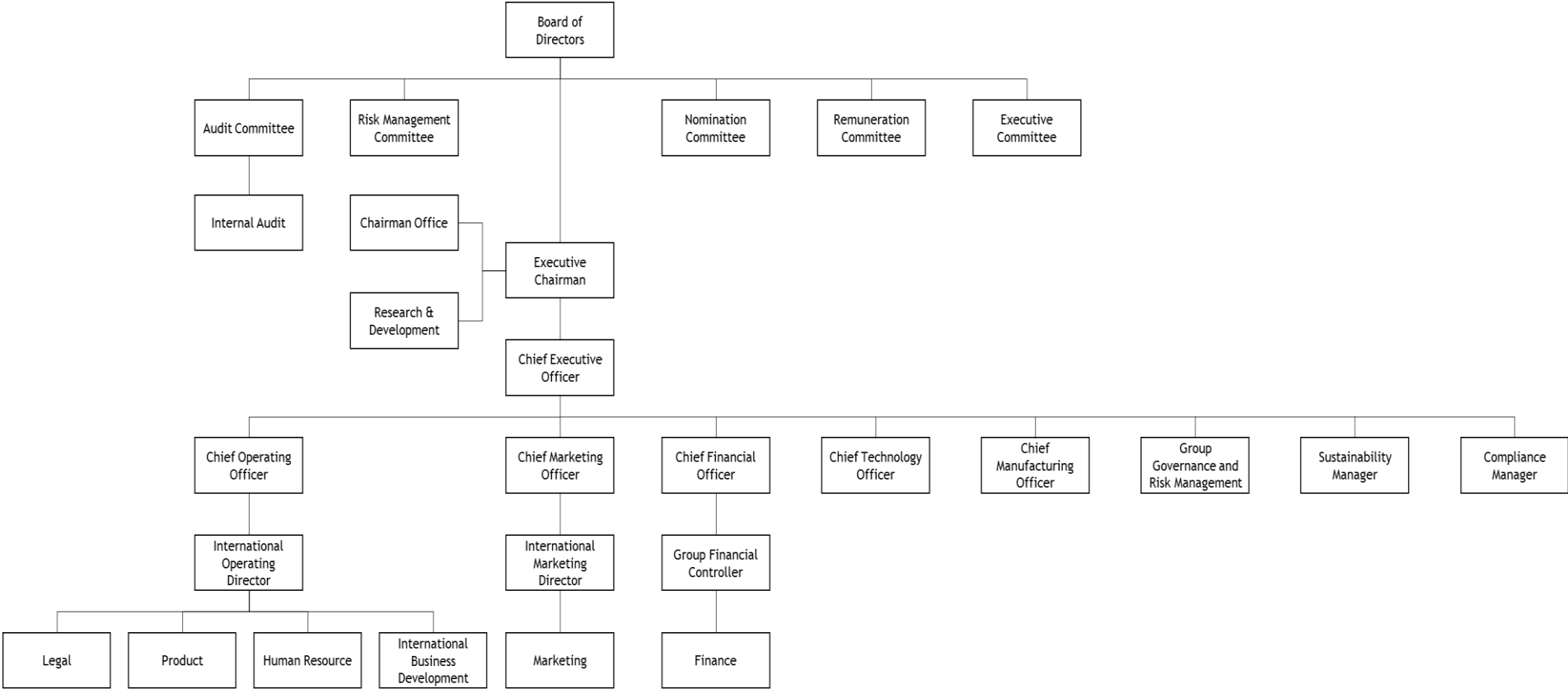
Our Key Senior Management is responsible for the day-to-day management and operations of our Group. The members of our Key Senior Management as at the date of this Prospectus are as follows:

<b>Name</b>	<b>Age</b>	<b>Designation</b>
DLSJ	62	Non-Independent Executive Chairman
Teoh Hang Ching	63	Non-Independent Executive Director and Chief Executive Officer
Lim Yew Lin	54	Chief Financial Officer and Company Secretary
Teoh Thean Yong	55	Chief Technology Officer and Group Financial Controller
Tan Hiyin Tiong	54	Chief Operating Officer
Prajith Pavithran	43	Chief Marketing Officer
Kuah Lee Peng	45	Chief Manufacturing Officer

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

**9.3.1 Management reporting structure**

Our management reporting structure as at the LPD is as follows:



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

### 9.3.2 Profiles of our Key Senior Management

The profiles of our Directors who are also part of our Key Senior Management are set out in Section 9.2.1 of this Prospectus.

#### (i) Lim Yew Lin

Lim Yew Lin, a Malaysian aged 54, is our Chief Financial Officer and Company Secretary. She has been with our Group for over 25 years as our Executive Director and Company Secretary and in her various positions held in our Accounting and Finance Department.

She obtained her CIMA qualification in 2000 and was admitted as an associate member of CIMA in 2002. She is a member of MIA since 2003.

From 1990 to 1991, she worked at Ch'ng Khoo Peng Trading Sdn. Bhd. as an accounts clerk. In 1992, she joined Takwong (Kedah) Sdn. Bhd. as an Accounts Assistant from 1992 to 1994.

In 1994, she joined our business as an Accounts Executive and was promoted to Assistant Finance Manager of DXN Marketing in 1995 responsible for the preparation of accounts and liaison with external auditors. She was further promoted as Group Finance Manager and Corporate Finance Manager in 1997 and 1999 respectively and subsequently as our Group's Financial Controller from 2002 until 2008. Over these 11 years, she was responsible for the Accounting and Finance Department of our Group in addition to her existing responsibilities of liaising with external auditors. Her responsibilities as Corporate Finance Manager and Financial Controller of the Group also included preparing and reviewing monthly consolidated financial statements, as well as reviewing and approving budgets of our subsidiaries.

From 2002 to May 2022, she was our Executive Director and during her tenure, she was responsible for overseeing our Group's finance. She has been our Company Secretary since 2015.

She assumed her current position of Chief Financial Officer in 2021 where she is responsible for our Group's corporate financial planning, budgeting, treasury, investment, insurance coverage, tax and payroll matters.

#### (ii) Teoh Thean Yong

Teoh Thean Yong, a Malaysian aged 55, is our Chief Technology Officer and Group Financial Controller. He has served our Group for over 15 years in the various positions he held, primarily in various senior management roles, overseeing among others, operations related and internal audit matters.

He obtained a Diploma in Valuation in 1988 from Universiti Teknologi Malaysia. He subsequently obtained his CIMA qualification in 1992 and was admitted as an associate member of CIMA in 1997. He is a member of MIA. He also obtained an Advanced Diploma in Computer Studies in 1996 from Informatics Institute, Malaysia (validated by University of Oxford delegacy of local examination).

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

He began his career in 1990, when he joined I.P. Services Sdn. Bhd. as a lecturer at Institute Professional (*now known as SC College Sdn. Bhd.*) teaching accounting, costing and management accounting and left in 1993 upon completion of his CIMA examinations. Within the same year, he joined Acer Technologies Sdn Bhd (*now known as Qisda Sdn. Bhd.*) ("**Acer Technologies**") which is principally engaged in the manufacture and sales of liquid crystal displays products, as an Associate Accountant. After leaving Acer Technologies in 1996, he joined North Malaya Paper Mills Sdn Bhd (*now known as Muda Paper Mills Sdn. Bhd.*), as an Accountant where he headed the accounting department until 1997.

In 1997, he joined Tan Chong & Sons Motor Co. Sdn. Bhd. as Finance Manager. He left in 1998 to join Ernst & Young Consulting Sdn Bhd as a manager responsible for the implementation of the enterprise resource planning ("**ERP**") system until 1999. He then moved to Deloitte Consulting ICS Sdn Bhd in 1999 as Manager, tasked with overseeing the implementation and project management for ERP and financial software application, until 2001. Prior to joining our Group, he worked as a Principal Consultant between 2001 and 2002 for Baan (Malaysia) Sdn Bhd, an ERP software vendor.

He joined our Group as an Information System Senior Manager in 2003. He was then promoted to the position of IT Director in 2007, and as Chief Operating Officer in 2016. In 2017, he was appointed as Chief Audit Officer responsible for overseeing internal audit matters and our Group's operations in Ningxia and Guangzhou, China.

He took a career break in 2018 and subsequently re-joined our Group in 2021 as our Group Financial Controller where he is responsible for overseeing our Group's accounts and reporting, budgeting, management control, taxation, transfer pricing and procurement matters. He was also appointed as our Chief Technology Officer in January 2022, responsible for managing our Group's IT development teams.

### (iii) **Tan Hiyin Tiong**

Tan Hiyin Tiong, a Malaysian aged 54, is our Chief Operating Officer. He has over 15 years of experience with our Group overseeing our Group's product management and registration.

He graduated with a Bachelor of Pharmacy (Hons) from Universiti Sains Malaysia ("**USM**") in 1992. He has been a registered pharmacist with the Pharmacy Board Malaysia since 1993 and is currently an ordinary member of the Malaysian Pharmacists Society.

Subsequent to his graduation from USM, he served at Hospital Besar Alor Setar as a pharmacist under pupillage from 1992 until 1993. Between 1993 and 1994, he worked at Farmasi Econ (S P) Sdn Bhd as a Community Pharmacist, where his main responsibilities included counselling, consultation and sales of scheduled poisons. From 1995 to 2003, he worked at City Pharmacy Sdn Bhd in Taiping, also as a Community Pharmacist.

He joined our Group as a Pharmacist in 2003. Since then, he has held various managerial positions including as Group Product Manager of our Group's Product Department, Group Product Senior Manager where his responsibilities included handling product complaints and marketing activities for new products and General Manager where he is responsible for our Group's product registration and trademark applications in respect of our Group's global operations. He assumed his current position as Chief Operating Officer in May 2022 with the added responsibilities of being in-charge of the business operations and human resource matters of our Group.

**9. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT** (Cont'd)**(iv) Prajith Pavithran**

Prajith Pavithran, an Indian national aged 43, is our Chief Marketing Officer. He has 20 years of experience in sales and marketing.

He graduated with a Bachelor of Commerce from Utkal University, India in 1999 and obtained a Post Graduate Diploma in Management from the SCMS Cochin (School of Communication and Management Studies), India in 2001.

He began his career in 2001 when he joined our Group as Sales and Training Executive, tasked with coordinating sales and training activities in North India. In 2003, he was promoted as the Head of Sales and Training, North India, where he managed and monitored sales and training activities in North India. He was then promoted to manager of International Business, South Asia in 2004 responsible for coordinating marketing and operational matters in South Asia.

Between 2005 and 2009, he was appointed as manager of International Business Department at DIPL Philippines Branch and subsequently as Country Manager of DIPL Philippines Branch, to oversee the operations of DIPL Philippines Branch. In 2009, he was designated as Country Manager of DXN Mexico to oversee our Mexican operations. In 2010, he was promoted as our Regional Manager of Latin America, responsible for the leadership and direction of the Latin American market and to ensure the continuous growth and stability in our Group's presence in that region.

He was further promoted as our Regional Manager of North and South America at Daxen USA in 2012 until 2016 when he became our Regional President (U.S. and Latin America). He assumed his current position as our Chief Marketing Officer in May 2022.

**(v) Kuah Lee Peng**

Kuah Lee Peng, a Malaysian aged 45, is our Chief Manufacturing Officer. She has over 20 years of experience in quality assurance and manufacturing operations in the food and beverages, traditional pharmaceutical and cosmetics industries.

She obtained a Bachelor of Science (Food Studies) from Universiti Putra Malaysia in 2000.

She began her career in 2000 as a quality assurance ("QA") officer at Golden Fresh Sdn Bhd ("Golden Fresh"), a seafood processor, where she was responsible for quality control activities and was involved in process improvement activities.

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

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In 2002, she left Golden Fresh to join our Group as QA Executive, responsible for setting up and developing the Quality Department and to implement suitable quality system at the coffee factory and other productions in DXN Industries. She has since held various senior and managerial positions in QA and production, including Senior QA Executive, Assistant Manager, Production Department of DXN Industries and Manager at our Group's Malaysian manufacturing facilities. She was promoted as Factory Manager in 2010 in-charge of, among others, ensuring effective implementation of various quality management systems at our Group's Malaysian manufacturing facilities. In 2017, she held the position of Senior Factory Manager, where she was in-charge of the Quality Department, Security Department and Safety, Health and Environmental Department and also oversaw the Warehouse Department, Planning Department and Shipping Department of our Group's Malaysian manufacturing facilities. She was promoted as our Factory General Manager in 2021, responsible for the overall production operations in Malaysia as well as supervising our Group's overseas factory operations. She assumed her current position as our Chief Manufacturing Officer in May 2022 where she is responsible for our Group's overall production operations.

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

### 9.3.3 Shareholding of our Key Senior Management

The following table sets out the direct and indirect shareholdings of our Key Senior Management (other than our Directors who are also part of our Key Senior Management which are disclosed in Section 9.2.2 of this Prospectus) before and after our IPO:

Name	Designation	After our IPO															
		Before our IPO <sup>(1)</sup>				Assuming the Over-allotment Option is not exercised <sup>(2)</sup>				Assuming the Over-allotment Option is fully exercised <sup>(3)</sup>				Upon our Listing and assuming full exercise of the ESOS Options <sup>(4)</sup>			
		Direct		Indirect		Direct		Indirect		Direct		Indirect		Direct		Indirect	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
		('000)		('000)			('000)		('000)			('000)		('000)			
Lim Yew Lin	Chief Financial Officer	-	-	-	-	1,500	*	-	-	1,500	*	-	-	3,500	0.1	-	-
Teoh Thean Yong	Chief Technology Officer and Group Financial Controller	-	-	-	-	600	*	-	-	600	*	-	-	2,100	*	-	-
Tan Hiyin Tiong	Chief Operating Officer	-	-	-	-	600	*	-	-	600	*	-	-	2,100	*	-	-
Prajith Pavithran	Chief Marketing Officer	-	-	-	-	600	*	-	-	600	*	-	-	2,100	*	-	-
Kuah Lee Peng	Chief Manufacturing Officer	-	-	-	-	600	*	-	-	600	*	-	-	1,850	*	-	-

**Notes:**

\* *Negligible*

(1) *Based on our enlarged issued Shares of 4,825,000,000 after the Subdivision.*

(2) *Based on our enlarged issued Shares of 4,985,000,000 after our IPO and assuming full subscription of our Issue Shares allocated to the Eligible Persons in respect of the Retail Offering.*

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

- (3) Assuming an Over-allotment Option of 210,937,500 Shares, representing 15.0% of the total number of our IPO Shares offered.
- (4) Based on our enlarged issued Shares of 5,015,000,000 after assuming full exercise of 30,000,000 ESOS Options intended to be offered as described in Section 4.2.6 of this Prospectus.

### 9.3.4 Principal business activities performed by our Key Senior Management outside our Group in the past five years

Save as disclosed below, none of our Key Senior Management (other than our Directors who are also part of our Key Senior Management which are disclosed in Section 9.2.3 of this Prospectus) are involved in principal business activities outside our Group as at the LPD or hold directorships in other companies outside our Group, at present and in the past five years preceding the LPD:

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
<b>Lim Yew Lin</b>		
• Bio Synergy Engineering Sdn. Bhd.	• Research and development on other natural science and engineering N.E.C. <sup>(1)</sup>	• Director <i>(Appointed on 1 August 2015)</i>
• Box Park Management	• Management of real estate on a fee or contract basis	• Director <i>(Appointed on 25 May 2018)</i>
• DNC Food Industries	• Manufacture of spices and curry powder, mixed farming	• Director <i>(Appointed on 20 April 2021)</i>
• DXN Global	• Investment holding activities	• Director <i>(Appointed on 1 August 2015)</i>
• DXN Land Sdn. Bhd.	• Property development and investment holding	• Director <i>(Appointed on 1 August 2015)</i>
• Richmond Sapphire Sdn. Bhd.	• Property development	• Director <i>(Appointed on 1 August 2015)</i>
• Yiked-DXN Stargate Sdn. Bhd	• Property development and property investment, buying, selling, renting and operating of self-owned or leased real estate – residential buildings	• Director <i>(Appointed on 1 August 2015)</i>
• DXN Plantation Sdn. Bhd	• Timber logging, support service for forestry and forest plantation for forest service activities, support service for logging services	• Director <i>(Appointed on 18 March 2021 and resigned on 7 September 2021)</i>
• “Lim Yew Lin” <sup>(2)</sup>	• Insurance agency	• Sole proprietor



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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
<b>Teoh Thean Yong</b>		
<ul style="list-style-type: none"> <li>DXN Eco Lodge PLC</li> <li>Suria Sinarjaya Sdn Bhd</li> <li>Zaman Biotech Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Dormant<sup>(3)</sup></li> <li>Engaged in the business of fish farming</li> <li>General trading</li> </ul>	<ul style="list-style-type: none"> <li>Substantial shareholder (direct)</li> <li>Director <i>(Appointed on 22 October 2015 and resigned on 18 December 2017)</i></li> <li>Director <i>(Appointed on 29 October 2015 and resigned on 18 December 2017)</i></li> </ul>

**Notes:**

(1) *The expression "N.E.C." utilised herein shall have the meaning "not elsewhere classified".*

(2) *Sole proprietorship*

(3) *There are no current immediate investment plans for this company.*

The involvement of our Key Senior Management mentioned above in other principal business activities outside our Group will not affect their continued contributions to the day-to-day management of our Group and are not expected to require a significant amount of their time or attention or adversely affect the operations of our Group.

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

### 9.3.5 Service contracts with our Key Senior Management

As at the date of this Prospectus, there are no existing or proposed service contracts between our Key Senior Management and us which provide for benefits upon termination of employment.

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

The remuneration and material benefits in-kind of our Directors who are also part of our Key Senior Management are set out in Section 9.2.5 of this Prospectus.

The aggregate remuneration and material benefits in-kind paid (including any contingent or deferred remuneration) or proposed to be paid to our Key Senior Management, other than our Directors who are also part of our Key Senior Management, for services rendered in all capacities to our Group for the FYE 28 February 2022 and 2023 are as follows:

	Remuneration band (FYE 28 February)	
	2022 (Paid) <sup>(1)</sup>	2023 (Proposed) <sup>(1)</sup>
Key Senior Management	RM'000	RM'000
Lim Yew Lin	300 - 350	400 - 450
Teoh Thean Yong	250 - 300	400 - 450
Tan Hiyin Tiong	250 - 300	350 - 400
Prajith Pavithran <sup>(2)</sup>	850 - 900	850 - 900
Kuah Lee Peng	200 - 250	300 - 350

**Notes:**

(1) *Inclusive of his/her entitlement under our Profit Sharing Scheme.*

(2) *Prajith Pavithran is based in the U.S. and his salary is paid in USD.*

The above remuneration of our Key Senior Management, which includes salaries, bonus, fees and allowances as well as other benefits, must be considered and recommended by our Remuneration Committee and subsequently approved by our Board.

## 9.4 ASSOCIATIONS OR FAMILY RELATIONSHIPS BETWEEN OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT

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

- (i) DLSJ, who is our Non-Independent Executive Chairman and substantial shareholder, is:
- a director and substantial shareholder of DXN Global;
  - the spouse of DLBL; and
  - the brother of DLBY and Lim Yew Lin.

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

- (ii) DLBL, our substantial shareholder, is:
  - a director and substantial shareholder of DXN Global;
  - the spouse of DLSJ; and
  - the sister-in-law of DLBY and Lim Yew Lin.
- (iii) DLBY, our Non-Independent Non-Executive Director, is:
  - a director of DXN Global;
  - the brother of DLSJ and Lim Yew Lin; and
  - the brother-in-law of DLBL.
- (iv) Lim Yew Lin, our Chief Financial Officer and Company Secretary, is:
  - a director of DXN Global;
  - the sister of DLSJ and DLBY; and
  - the sister-in-law of DLBL.
- (v) Vibhav Panandiker, our Non-Independent Non-Executive Director, is a director and an indirect substantial shareholder of the Fund Manager.

### 9.5 DECLARATION BY OUR PROMOTER, DIRECTORS AND KEY SENIOR MANAGEMENT

As at the LPD, none of our Promoter, Directors or Key Senior Management has been involved in any of following events (whether in or outside Malaysia):

- (i) in the last 10 years, a petition under any bankruptcy or insolvency laws was filed (and not struck out) against such person or any partnership in which such person was a partner or any corporation of which such person was a director or 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 or convicted in a criminal proceeding or is a named subject of a pending criminal proceeding;
- (iv) in the last 10 years, 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;
- (v) in the last 10 years, 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) the subject of any order, judgment or ruling of any court, government or regulatory authority or body temporarily enjoining such person 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) there is any unsatisfied judgment against such person.

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

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**9.6 OTHER MATTERS**

- (i) No other amounts or benefits have been paid or intended to be paid or given to our Promoter and substantial shareholders within the two years preceding the date of this Prospectus, except for remuneration and benefits-in-kind received by our substantial shareholder who is our employee in the course of his employment, Directors' fees and dividends paid to our shareholders.
- (ii) There is no arrangement which operation may result in the change in control of our Company at a date subsequent to our IPO and our Listing.
- (iii) Our Promoter and substantial shareholders do not have different voting rights from our other shareholders.