

## 6. INFORMATION ON OUR GROUP

### 6.1 OUR COMPANY

#### 6.1.1 History and background

Our Company was incorporated in Malaysia under the Companies Act, 1965 on 11 October 1995 as a private limited company under the name of Magcure Marketing Sdn Bhd and is deemed registered under the Act. On 3 August 1998, our Company changed its name from Magcure Marketing Sdn Bhd to DXN Holding Sdn Bhd and subsequently changed its name to DXN Holdings Sdn Bhd on 21 June 2002. Our Company was converted into a public limited company on 16 July 2002.

Our Group is a global health-oriented and wellness direct selling group of companies. The history of our Group's business can be traced back to when DSLJ, who in his efforts to promote the potential health benefits of Ganoderma, also known as Lingzhi or Reishi, established DXN Marketing in Kedah, Malaysia which commenced operations in 1995. Under his stewardship, our Group expanded its presence from being solely in the Malaysian market into international markets.

The principal activities of our Company are investment holding and provision of management services. As at the LPD, we have 78 subsidiaries across 40 countries, which are principally involved in the sales of health-oriented and wellness consumer products through a direct selling model. Our Group's direct selling network consists of Members (including stockists) and external distribution agencies who exclusively carry our products to on-sell and distribute to other Members and end-consumers. Our Group's other business activities that primarily serve to support our core business include conducting laboratory testing services for third parties, offering of lifestyle products and operating a café. The principal activities of our subsidiaries are set out in Section 6.3 of this Prospectus.

Our top 10 markets in terms of revenue for the FYE 28 February 2021 are Peru, Mexico, India, Bolivia, Malaysia, the Philippines, the Middle East, the United States, Thailand and Colombia. Our Group has sales branches in these top 10 markets except for the Middle East, where our Group uses an external distribution agency structure.

Our Company was listed on the Main Board of the Kuala Lumpur Stock Exchange on 30 September 2003 but was delisted on 27 December 2011 following the completion of the voluntary conditional take-over offer by Deras Capital Sdn. Bhd. (now known as DXN Global), DXN Group Sdn. Bhd., Temasek Sejati Sdn. Bhd., DLBY and Lim Yew Lin (collectively, "**Joint Offerors**").

#### 6.1.2 The Privatisation

On 5 September 2011, the Joint Offerors made a voluntary conditional take-over offer to acquire all the remaining Shares (excluding treasury shares) which were not already owned by the Joint Offerors ("**Privatisation Shares**") for a cash offer price of RM1.75 per Privatisation Share ("**Offer Price**") ("**Offer**").

Based on the 224,982,300 Shares in issue at the time of the Offer (excluding treasury shares), the illustrative market capitalisation of our Company was RM393.7 million based on the Offer Price.

## 6. INFORMATION ON OUR GROUP (Cont'd)

As disclosed in the document dated 26 September 2011 in relation to the Offer ("**Offer Document**"), notwithstanding that our Group was recording steady growth in terms of revenue and profits in the past financial years prior to the Offer, our Group remained cautious of our prospects in the near term in view of the then volatile and uncertain global economy, competitive market environment and rising cost of doing business which adversely affected our business. Efforts to sustain and transform the businesses of our Group based on our business structure at the point of the Offer proved challenging. To address these challenges, the Joint Offerors considered to undertake the necessary restructuring, reorganisation and rationalisation exercises which the Joint Offerors believed that there would be more flexibility to achieve these objectives if our Company was a non-listed company.

Accordingly, the Joint Offerors offered the then shareholders of our Company the opportunity to exit at a premium while not subjecting them to the associated risks of our restructuring, reorganisation and rationalisation exercises planned by the Joint Offerors.

The Offer Price represented:

- (i) a premium of RM0.32 or 22.4% to the last transacted price as at 2 September 2011, being the last full trading day for our Shares prior to the date of announcement of the Offer ("**Last Trading Day**"); and
- (ii) a premium ranging from 25.9% to 32.6% to the five (5)-day, one (1)-month, three (3)-month and six (6)-month weighted average market price of our Shares up to and including the Last Trading Day.

As stated in the independent advice circular dated 6 October 2011 in relation to the Offer ("**IAC**"), the Offer Price represented a PER of 9.5 times based on our audited consolidated PATAMI for the FYE 28 February 2011 which was above the range of PERs of selected comparable companies as set out in the IAC of between 4.7 times to 8.4 times and the traded PER of our Company for the past 12 months up to and including the Last Trading Day. In addition, the Offer Price represented an EV/EBITDA of 6.2 times which was within the range of EV/EBITDAs of the selected comparable companies as set out in the IAC of between 2.9 times and 7.6 times.

The Offer Price also represented a premium of RM1.12 or 277.8% to our previous IPO price of RM0.63.

The Offer closed on 25 November 2011 and was validly accepted by the holders of the Privatisation Shares of not less than nine-tenth in the nominal value of the Privatisation Shares (excluding the DXN Shares already held by persons acting in concert with the Joint Offerors in relation to the Offer). On 1 December 2011, the Joint Offerors posted the notice of compulsory acquisition to the dissenting shareholders of our Company pursuant to Section 222 of the CMSA, stating their intention to compulsorily acquire the remaining Privatisation Shares for which valid acceptances had not been received on 25 November 2011 on the same terms of the Offer as set out in the Offer Document. Subsequently on 27 December 2011, our Company was delisted from the Main Market of Bursa Securities.

On 12 April 2017, Gano Global entered into a share purchase agreement to invest in 25.7% equity interest in our Company while DXN Global continues to hold the remaining 74.3% equity interest in our Company, where 26.0% equity interest and 0.3% equity interest in our Company are held on trust for DLSJ and DLBL respectively.

## 6. INFORMATION ON OUR GROUP (Cont'd)

### 6.1.3 Significant developments since the Privatisation

Since the Privatisation, we have undertaken several initiatives to restructure and grow our business as follows:

**(i) Focus on the business of selling health-oriented and wellness consumer products**

Prior to the Privatisation, our Group was primarily involved in the selling of health-oriented and wellness consumer products, and property development. Our revenue for these segments for the FYE 28 February 2011, based on the latest available audited consolidated financial statements of our Group prior to the Privatisation, was as follows:

Revenue segment	FYE 28 February 2011	
	RM'000	%
Sales of health-oriented and wellness consumer products	255,196	91.4
Property development	21,094	7.5
Others <sup>(1)</sup>	3,049	1.1
<b>Total</b>	<b>279,339</b>	<b>100.0</b>

**Note:**

(1) *Comprising operations related to travel agent and tour operator, information technology consultancy and advisory, manufacture and sale of biodiesel related products, investment holding and provision of management services.*

Post the Privatisation, our Group concentrated our resources on the sales of health-oriented and wellness products, thus allowing our Group to conserve cash from other business segments and further strengthen our business of selling health-oriented and wellness consumer products as detailed in items (ii), (iii) and (iv) below. For the FYE 28 February 2021, our gross revenue from the sales of health-oriented and wellness consumer products increased by RM899.3 million or 352.4% to RM1.2 billion from RM255.2 million for the FYE 28 February 2011, and contributed 98.6% of the gross revenue of our Group.

**(ii) Expansion into existing and new markets**

We continued to expand our business in health-oriented and wellness consumer products in our existing 35 markets and further expanded our operations into 14 new markets, namely Greece, Bolivia, Bulgaria, Germany, Italy, Spain, Panama, Ecuador, Turkey, Morocco, Uzbekistan, Nigeria, Mauritania and Poland.

**6. INFORMATION ON OUR GROUP (Cont'd)**

The gross revenue of our top 10 markets in respect of the sales of health-oriented and wellness consumer products for the FYE 28 February 2021 as compared to the FYE 28 February 2011 was as follows:

	<b>FYE 28 February</b>	
	<b>2011</b>	<b>2021</b>
	<b>RM'000</b>	<b>RM'000</b>
Malaysia	29,713	91,318
Peru	7,076	252,570
Mexico	52,579	166,612
Bolivia	-	140,684
India	21,989	134,430
Philippines	80,340	100,329
Middle East	17,032	68,359
U.S.	6,777	34,961
Thailand	13,409	21,886
Colombia	58	17,564
Other countries	26,223	125,757
<b>Total</b>	<b>255,196</b>	<b>1,154,470</b>

Based on the table above:

- (a) gross revenue contribution from the top 10 markets registered an increase of RM799.7 million or 349.3% from RM229.0 million for the FYE 28 February 2011 to RM1.0 billion for the FYE 28 February 2021 primarily due to the increase in gross revenue contribution from Peru, Mexico and India, and also gross revenue contribution from Bolivia.

Our Group commenced operations in Bolivia in March 2012. Since then, the Bolivian market has grown to become one of the top five markets of our Group, contributing RM140.7 million or 12.2% to the gross revenue of our Group from the sales of health-oriented and wellness consumer products for the FYE 28 February 2021; and

- (b) gross revenue contribution from the other markets registered an increase of RM99.5 million or 379.6% from RM26.2 million for the FYE 28 February 2011 to RM125.8 million for the FYE 28 February 2021. The gross revenue contribution from new markets (excluding Poland where our Group only commenced operations in June 2021) amounted to RM60.1 million or 5.2% of the gross revenue of our Group from the sales of health-oriented and wellness consumer products for the FYE 28 February 2021.

As a result of the foregoing, our Group's profit for the year increased by RM159.1 million or 380.3% from RM41.8 million for the FYE 28 February 2011 to RM200.9 million for the FYE 28 February 2021.

**(iii) Investments in production facilities**

Since the Privatisation and up to and including the LPD, we have made additional investments of approximately RM178.4 million in the following existing production facilities:

- (a) RM99.5 million for the expansion of the research facility, cultivation facility and two manufacturing facilities in Kedah, Malaysia, and two manufacturing facilities in Pondicherry, India and West Java, Indonesia respectively that were part of our Group at the time of the Privatisation;

**6. INFORMATION ON OUR GROUP (Cont'd)**

- (b) RM32.1 million for the construction and subsequent expansion of a research facility to conduct research related to FFB, edible fungi, Spirulina and fermentation, a cultivation facility to cultivate Spirulina powder and a manufacturing facility to manufacture FFB and Spirulina tablets in Ningxia, China;
- (c) RM24.1 million for the acquisition of Florin Fujian and subsequent expansion of its cultivation facility to cultivate tea trees and manufacturing facility to manufacture tea products in Anxi, China;
- (d) RM4.9 million for the construction and subsequent expansion of a cultivation facility in Pondicherry, India to cultivate Spirulina and Noni, and a cultivation facility in Odisha, India to cultivate Ganoderma, Lion's Mane mushroom and Cordyceps; and
- (e) RM17.8 million for the construction and subsequent expansion of three manufacturing facilities in:
  - (i) Himachal Pradesh, India to manufacture RG and GL capsules, and fortified beverages;
  - (ii) Tlaxcala, Mexico to manufacture fortified beverages; and
  - (iii) South Kalimantan, Indonesia to manufacture virgin coconut oil.

As at the LPD, we operate two research facilities, five cultivation facilities and nine manufacturing facilities across Malaysia, China, India, Indonesia and Mexico.

We plan to increase our production capacity to meet the growing demand for our products. As at the LPD, we have made investments of approximately RM263.2 million in the following new production facilities:

- (a) RM157.9 million for the construction of a cultivation facility and manufacturing facility in Telangana, India to cultivate Ganoderma and Spirulina, and produce fortified beverages, food supplements and cosmetics. We expect to complete the construction of these facilities in the first quarter of 2023 with a total estimated cost of RM209.1 million;
- (b) RM0.8 million for the acquisition of Esen Lifesciences that owns one facility in Pondicherry, India and RM0.2 million to set up the production line to manufacture Spirulina cereal and Cordyceps cereal products. We expect to complete the setup of this facility in the fourth quarter of 2022 with a total estimated cost of RM0.7 million;
- (c) RM83.9 million for the construction of a cultivation facility and manufacturing facility in Ningxia, China to cultivate Spirulina, Lion's Mane mycelium, Cordyceps mycelium and other mycelia of edible fungi, and produce carbonated beverage products, as well as to serve as a distribution centre for our products. We expect to complete the construction in the fourth quarter of 2022 with a total estimated cost of RM99.9 million; and
- (d) RM20.4 million for the construction of a manufacturing facility in Tlaxcala, Mexico to produce FFB, including premixed coffee, premixed cocoa and juices, and food supplements products, including capsules and tablets. We expect to complete the construction of this facility in the third quarter of 2022 with a total estimated cost of RM21.0 million.

**6. INFORMATION ON OUR GROUP (Cont'd)**

A summary of the development of the production facilities of our Group since the Privatisation are as follows:

2011	As at the LPD
<b>Existing Facilities</b>	
<b>Research facility</b>	
1. One research facility in Kedah, Malaysia	1. One research facility in Kedah, Malaysia 2. One research facility in Ningxia, China
<b>Cultivation facility</b>	
1. One cultivation facility in Kedah, Malaysia	1. One cultivation facility in Kedah, Malaysia 2. One cultivation facility in Anxi, China 3. One cultivation facility in Ningxia, China 4. One cultivation facility in Odisha, India 5. One cultivation facility in Telangana, India
<b>Manufacturing facility</b>	
1. Two manufacturing facilities in Kedah, Malaysia 2. One manufacturing facility in West Java, Indonesia 3. One manufacturing facility in Pondicherry, India	1. Two manufacturing facilities in Kedah, Malaysia 2. One manufacturing facility in West Java, Indonesia 3. One manufacturing facility in Pondicherry, India 4. One manufacturing facility in Himachal Pradesh, India 5. One manufacturing facility in South Kalimantan, Indonesia 6. One manufacturing facility in Anxi, China 7. One manufacturing facility in Ningxia, China 8. One manufacturing facility in Tlaxcala, Mexico
<b>In the Pipeline</b>	
<b>Cultivation facility</b>	
	1. One cultivation facility in Telangana, India 2. One cultivation facility in Ningxia, China
<b>Manufacturing facility</b>	
	1. One manufacturing facility in Ningxia, China 2. One manufacturing facility in Telangana, India 3. One manufacturing facility in Pondicherry, India 4. One manufacturing facility in Tlaxcala, Mexico

## 6. INFORMATION ON OUR GROUP (Cont'd)

### (iv) Investments in other business activities to support our core business

Since the Privatisation and up to and including the LPD, we have invested approximately RM87.4 million for the following business activities to support our core business in terms of production, marketing or services to our Members:

- (a) RM1.5 million for the DXN Cafe outlets that provide a platform for interactions between our Members and also serve as an avenue for our Members to engage with their customers.

In 2017, we launched the first DXN Cafe outlet at DXN Stargate branch in Kedah, Malaysia;

- (b) RM83.5 million for the construction of DXN Cyberville, a wellness and retreat centre with apartments in Cyberjaya, Malaysia that offers our Members a space to receive Ganotherapy and other natural health treatments using our products.

The construction of DXN Cyberville which commenced in 2019 is expected to be completed in the third quarter of 2022 with a total estimated cost of RM108.9 million; and

- (c) RM2.4 million for the acquisition of Amazing Discovery which owns Boulder Valley, a lifestyle resort in Penang, Malaysia that consists of tented accommodations and space for small parties and events.

### (v) Disposal of non-core businesses

Since the Privatisation, we have disposed of the following non-core businesses to focus our resources on our core business:

- (a) in the FYE 28 February 2013, we disposed of DXN Comfort Tours Sdn Bhd ("**DXN Comfort Tours**") which provides flights and hotel booking services as well as inbound and outbound tour packages with fair value of identifiable NA of RM850,070 for a total cash consideration of RM950,000, registering a gain on disposal of RM99,930; and

- (b) in the FYE 28 February 2021, we disposed of DXN Land Sdn. Bhd. ("**DXN Land**") and its subsidiaries, Yiked-DXN Stargate Sdn. Bhd. ("**Yiked**"), Richmond Sapphire Sdn Bhd ("**Richmont Sapphire**") and Bio Synergy Engineering Sdn Bhd ("**Bio Synergy Engineering**") that are involved in property development and property investment and DXN Plantation Sdn. Bhd. ("**DXN Plantation**") that is involved in forest plantation, timber logging and related forestry support services with an aggregate fair value of identifiable NA of RM45.4 million for a total cash consideration of RM47.1 million, registering a gain on disposal of RM1.7 million.

As at the LPD, all our current subsidiaries, associate and joint venture company are principally involved in the Group's core business or in support of our core business save for our subsidiaries which are currently dormant, DXN Materials which is involved in property holding, Box Park Management which is involved in management of real estate companies and DNC Food Industries which is involved in the business of manufacturing and trading of spices and curry powder.

## 6. INFORMATION ON OUR GROUP (Cont'd)

### 6.1.4 The listing of our Company

Based on the initiatives undertaken since the Privatisation, we and our Promoter are of the view that it is timely to introduce our Company to the Malaysian equity market via our IPO on the back of the growth in our revenue and profitability since the FYE 28 February 2011, being the latest publicly available audited consolidated financial statements of our Group prior to the Privatisation.

The key financial data of our Group from the FYE 28 February 2011 to the FYE 28 February 2021 are summarised in the table below:

	Prior to the Privatisation	Post Privatisation									
	2011 RM'000	2012 RM'000	2013 RM'000	2014 RM'000	2015 RM'000	2016 RM'000	2017 RM'000	2018 RM'000	2019 RM'000	2020 RM'000	2021 RM'000
Revenue	279,339	268,556	269,121	311,692	353,102	476,158	634,654	793,260	907,222	1,104,608	1,050,205
Results from operating activities	55,394	59,558	55,007	78,443	79,018	90,920	145,729	188,562	315,360	344,958	282,832
PBT	54,604	59,087	54,429	77,114	77,192	89,546	144,578	190,325	319,975	347,839	287,267
Profit for the year	41,826	45,511	42,557	56,773	57,741	64,102	97,557	128,311	218,867	255,248	200,884
PATAMI	41,463	44,663	41,708	55,672	56,841	62,319	93,113	122,123	209,973	241,671	191,572
NA attributable to the owners of our Company	215,400	235,551	227,458	144,373	184,948	224,120	307,713	381,899	484,906	675,335	581,170



**6. INFORMATION ON OUR GROUP (Cont'd)**

For illustration purposes, we have compared our PER to the selected companies set out in the IMR Report as included in Section 8 of this Prospectus (“**IMR Peers**”). The key selection criteria for the IMR Peers are as follows:

- (i) presence in three main product categories of our Group, namely FFB, HDS and PCC; and
- (ii) presence in more than 20 countries.

<b>Name of company<sup>(1)</sup></b>	<b>Country of listing</b>	<b>Principal activities</b>	<b>Market capitalisation as at the LPD</b>	<b>Adjusted PER as at the LPD<sup>(1)(2)</sup></b>
Herbalife Nutrition Ltd	United States	Sells weight management, targeted nutrition, energy, sports and fitness, and outer nutrition products to and through a network of independent members	USD2,920.3 million	8.7 times
USANA Health Sciences Inc	United States	Develop and manufacture high quality science-based nutritional and personal care products that are sold internationally through a network marketing system, which is a form of direct selling	USD1,470.7 million	18.5 times
Nu Skin Enterprise Inc	United States	Develop and distribute premium quality, innovative personal care products and wellness products that are sold worldwide under the Nu Skin, Pharmanex and ageLOC brands and a small number of other products and services	USD2,137.6 million	13.0 times

**Notes:**

- (1) *Based on earnings per share as disclosed in the latest available annual report.*
- (2) *The PER of the IMR Peers have been adjusted using the following relative factor as there are differences between the macroeconomic factors of the markets where the IMR Peers are listed and the Malaysian market which include, but not limited to, interest rate, inflation, unemployment rate and gross domestic product:*

$$\frac{\text{PER of the company} \times \text{PER of S\&P 500 index}}{\text{PER of FBM Kuala Lumpur Composite Index}}$$

Our PER based on our audited consolidated PATAMI of RM191.6 million for the FYE 28 February 2021 is [●] times.

**6. INFORMATION ON OUR GROUP (Cont'd)****6.1.5 Share capital**

Our issued share capital is RM60,191,000, comprising 240,764,000 Shares as at the date of this Prospectus. Our Company does not have any treasury shares as at the LPD.

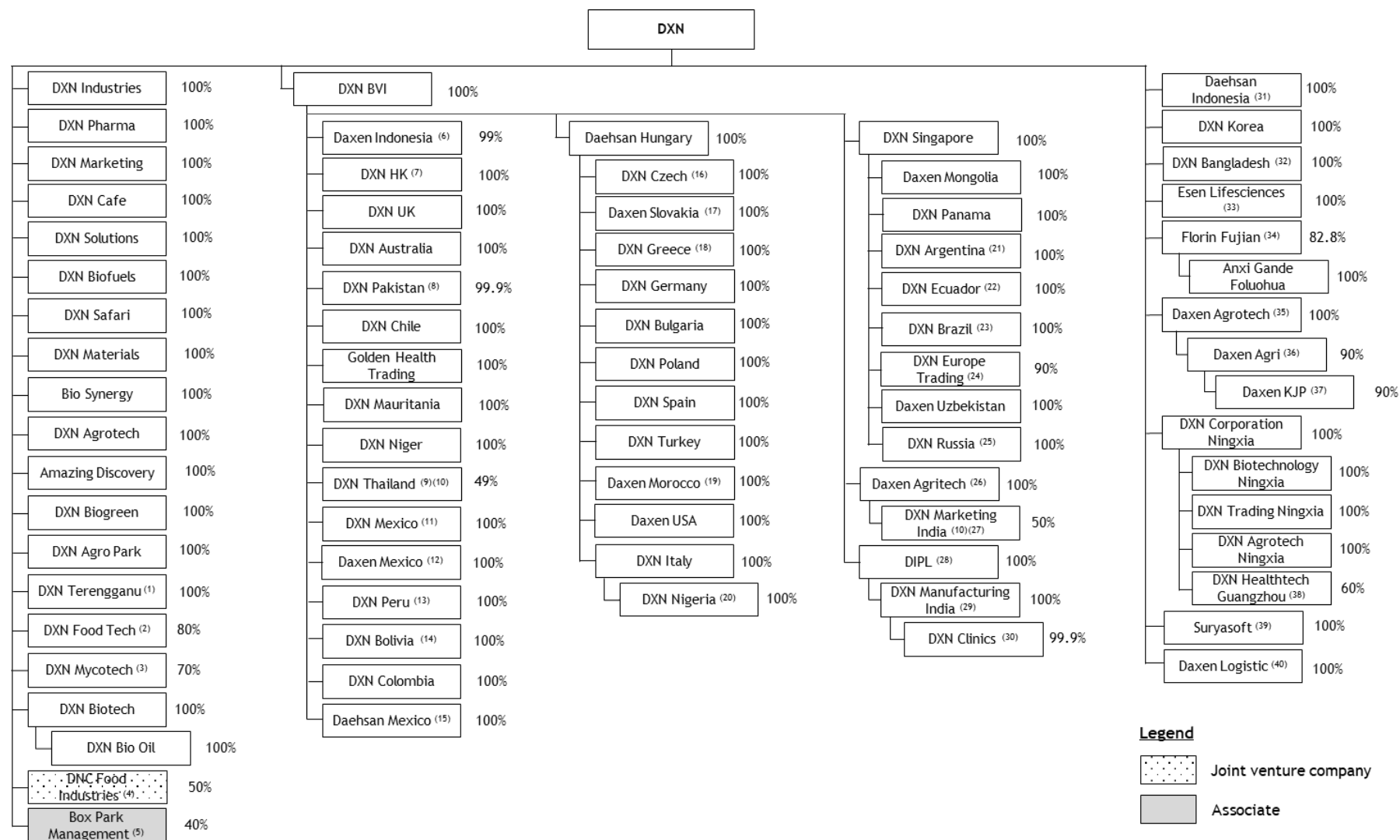
Save as disclosed below, there have been no changes in our issued share capital for the past three years preceding the LPD:

<b>Date of allotment/ Subdivision</b>	<b>No. of Shares allotted</b>	<b>No. of cumulative Shares</b>	<b>Cumulative issued share capital (RM)</b>
[●]	[4,584,236,000]	[4,825,000,000]	60,191,000

6. INFORMATION ON OUR GROUP (Cont'd)

6.2 OUR GROUP STRUCTURE

Our group structure as at the LPD is as follows:



**Legend**  
..... Joint venture company  
 Associate

**6. INFORMATION ON OUR GROUP (Cont'd)****Notes:**

- (1) *Our Company has commenced the process of striking-off DXN Terengganu which is expected to complete tentatively by June 2022.*
- (2) *The remaining 20.0% equity interest in DXN Food Tech is held by Leong Why Sheng, the nephew of DLBL.*
- (3) *The remaining 30.0% equity interest in DXN Mycotech is held by Norikmazaton Binti Mohd Zali.*
- (4) *DNC Food Industries is our joint venture company. The remaining 50.0% equity interest in DNC Food Industries is held by CSC Food Industries Sdn. Bhd.*
- (5) *The remaining 60.0% equity interest in Box Park Management is held by Aman Infrastructure Development Sdn. Bhd.*
- (6) *The remaining 1.0% equity interest in Daxen Indonesia is held by Novita Kristin Djunaedi, the director of Daxen Indonesia.*
- (7) *DXN BVI holds 99.9% equity interest in DXN HK while DXN holds the remaining equity interest in DXN HK which is less than 0.1%.*
- (8) *DXN BVI holds 99.9% equity interest in DXN Pakistan while DLBY and Lim Yew Lin hold the remaining equity interest in DXN Pakistan which is less than 0.1%.*
- (9) *The remaining 51.0% equity interest in DXN Thailand is held by Anong Phoungtong and Nongluck Wongworn with shareholdings of 26.0% and 25.0% respectively.*
- (10) *Our Company regards DXN Thailand and DXN Marketing India as subsidiaries by virtue of having board control and being the single largest shareholder in these companies. The remaining voting rights in these entities are held by individual investees and there is no indication that other shareholders exercise their votes collectively.*
- (11) *DXN BVI and DXN hold 99.9% and 0.1% equity interests respectively in DXN Mexico.*
- (12) *DXN BVI and DXN hold 99.0% and 1.0% equity interests respectively in Daxen Mexico.*
- (13) *DXN BVI and DXN hold 98.9% and 1.1% equity interests respectively in DXN Peru.*
- (14) *DXN BVI and DXN Peru hold 99.9% and 0.1% equity interests respectively in DXN Bolivia.*
- (15) *DXN BVI holds 99.9% equity interest in Daehsan Mexico while DXN holds the remaining equity interest in Daehsan Mexico which is less than 0.1%.*
- (16) *Daehsan Hungary and DXN Peru hold 96.0% and 4.0% equity interests respectively in DXN Czech.*
- (17) *Daehsan Hungary and DXN Peru hold 97.5% and 2.5% equity interests respectively in Daxen Slovakia.*
- (18) *Daehsan Hungary holds 99.3% equity interest in DXN Greece while DXN Peru holds the remaining equity interest in DXN Greece which is less than 0.7%.*
- (19) *Daehsan Hungary and Daxen Slovakia hold 99.0% and 1.0% equity interests respectively in Daxen Morocco.*
- (20) *DXN Italy and DIPL hold 99.0% and 1.0% equity interests respectively in DXN Nigeria.*

**6. INFORMATION ON OUR GROUP (Cont'd)**

- (21) *DXN Singapore and DXN hold 95.0% and 5.0% equity interests respectively in DXN Argentina.*
- (22) *DXN Singapore holds 99.9% equity interest in DXN Ecuador while DXN Bolivia holds the remaining equity interest in DXN Ecuador which is less than 0.1%.*
- (23) *DXN Singapore holds 99.99% equity interest in DXN Brazil while DXN Peru holds the remaining equity interest in DXN Brazil which is less than 0.01%.*
- (24) *The remaining 10.0% equity interest in DXN Europe Trading is held by Cheng Hwa Lee, the cousin of DLSJ.*
- (25) *DXN Singapore and DXN hold 99.0% and 1.0% equity interests respectively in DXN Russia.*
- (26) *DXN BVI and DXN hold 99.0% and 1.0% equity interests respectively in Daxen Agritech.*
- (27) *The remaining 50.0% equity interest in DXN Marketing India is held by Jacob Antony and Premarajan Puthan Veetil with shareholdings of 24.5% and 25.5% respectively. Premarajan Puthan Veetil is recently deceased and the procedure of transmission of his shares to his legal heirs is under process.*
- (28) *DIPL, which is incorporated in Labuan, Malaysia, has a branch office located in the Philippines.*
- (29) *DIPL holds 99.9% equity interest in DXN Manufacturing India while DXN BVI holds the remaining equity interest in DXN Manufacturing India which is less than 0.1%.*
- (30) *The remaining equity interest in DXN Clinics which is less than 0.1% is held by TH Strategic Investment Pvt Ltd.*
- (31) *DXN holds 99.9% equity interest in Daehsan Indonesia while DXN BVI holds the remaining equity interest in Daehsan Indonesia which is less than 0.01%.*
- (32) *DXN and DXN BVI hold 99.0% and 1.0% equity interests respectively in DXN Bangladesh.*
- (33) *DXN holds 99.9% in Esen Lifesciences while DXN Manufacturing India holds the remaining equity interest in Esen Lifesciences which is less than 0.1%.*
- (34) *The remaining 17.2% equity interest in Florin Fujian is held by Fujian Anxi Jinjiang Source Tea Technology Co., Ltd.*
- (35) *DXN and DXN BVI hold 90.0% and 10.0% equity interests respectively in Daxen Agrotech.*
- (36) *The remaining 10.0% equity interest in Daxen Agri is held by PT Kirana Investama Nusantara.*
- (37) *The remaining 10.0% equity interest in Daxen KJP is held by PT KJP Cipta Desa Sejahtera.*
- (38) *The remaining 40.0% equity interest in DXN Healthtech Guangzhou is held by Lin Jiming and Zhang Jingjun with shareholdings of 27.3% and 12.7% respectively.*
- (39) *DXN and DXN BVI hold 99.0% and 1.0% equity interest respectively in Suryasoft.*
- (40) *The entire 100.0% equity interest in Daxen Logistic is held on trust by the shareholders of Daxen Logistic for DXN.*

Unless specified above, the remaining equity interest not held by our Group in our subsidiaries, associate and joint venture are held by unrelated third parties.

**6. INFORMATION ON OUR GROUP (Cont'd)****6.3 OUR SUBSIDIARIES, ASSOCIATE AND JOINT VENTURE**

Our subsidiaries, associate and joint venture as at the LPD are as follows:

<b>Name / (Registration number)</b>	<b>Date and country of incorporation</b>	<b>Share capital</b>	<b>Our effective equity interest (%)</b>	<b>Principal activities</b>
<b>Subsidiaries of DXN</b>				
Amazing Discovery (201101033209 (961344-H))	23 September 2011 Malaysia	RM500,000	100.0	Operating a glamping resort, namely Boulder Valley
Bio Synergy (201301038777 (1068606-W))	31 October 2013 Malaysia	RM1,000,000	100.0	R&D, analytical lab tests, experimental work in relation to pharmaceutical and biological products and trading of cosmetics and chemical materials
Daehsan Indonesia (8120002702741)	18 July 1997 Indonesia	IDR11,000,000,000	100.0	Direct selling business
Daxen Agrotech (8120004722003)	11 July 2018 Indonesia	IDR3,600,000,000	100.0	Investment holding
DXN Agro Park (200701020435 (778451-W))	26 June 2007 Malaysia	RM100,000	100.0	Operating a village complex, namely Ayer Hangat Village Langkawi
DXN Agrotech (201401018553 (1094640-X))	22 May 2014 Malaysia	RM5,000,000	100.0	Agricultural and forest plantation and processing of virgin palm oil. During the FYE 28 February 2021, it commenced operations in operating of a marine sanctuary and provision of tour activities
DXN Bangladesh (C-157803/2019)	11 December 2019 Bangladesh	BDT84,700,000	100.0	Dormant <sup>(5)</sup>
DXN Biofuels (200601000937 (720684-D))	12 January 2006 Malaysia	RM10,000,000	100.0	Designing, constructing, owning and operating a biodiesel processing plant, including the processing, manufacturing, selling, distributing and trading of biodiesel products and other related businesses
DXN Biogreen (201901029647 (1338976-M))	20 August 2019 Malaysia	RM100	100.0	R&D in aquaponics farming, cultivation, processing and trading of agricultural and horticultural crops and plants

**6. INFORMATION ON OUR GROUP (Cont'd)**

<b>Name / (Registration number)</b>	<b>Date and country of incorporation</b>	<b>Share capital</b>	<b>Our effective equity interest (%)</b>	<b>Principal activities</b>
DXN Biotech (200401029723 (668231-V))	5 October 2004 Malaysia	RM1,000,000	100.0	R&D and experimental work in relation to biotechnology, bio-chemical and agricultural products. During the FYE 28 February 2021, it commenced operations in the trading of agricultural products
DXN BVI (490988)	11 April 2002 British Virgin Islands	USD2,500	100.0	Investment holding and provision of management services
DXN Cafe (200501033645 (715786-K))	23 November 2005 Malaysia	RM1,000,000	100.0	Operating a café
DXN Corporation Ningxia (91640000MA75W 9T24K)	14 December 2015 China	RMB400,000,000	100.0	Investment holding, R&D and experimental works in relation to biotechnology. Processing and trading of food and beverages, food supplements, cosmetics and consumer products
DXN Food Tech (201301013119 (1042957-X))	18 April 2013 Malaysia	RM10,000	80.0	Confectionery and biscuits manufacturer
DXN Industries (199601038378 (410731-D))	20 November 1996 Malaysia	RM500,000	100.0	Manufacture and distribution of health food supplements and other products
DXN Korea (808-88-00722)	1 August 2017 Korea	KRW300,000,000	100.0	Dormant <sup>(6)</sup>
DXN Marketing (199301029165 (283904-P))	11 December 1993 Malaysia	RM2,000,000	100.0	Sales of health supplements and other products on direct sales basis
DXN Materials (200101006050 (541806-A))	14 March 2001 Malaysia	RM200,000	100.0	Property holding
DXN Mycotech (201401011829 (1087906-D))	7 April 2014 Malaysia	RM100,000	70.0	Property investment
DXN Pharma (199601038339 (410692-K))	20 November 1996 Malaysia	RM4,000,000	100.0	Manufacture of health food supplements and other products
DXN Safari (200501028231 (710366-A))	20 September 2005 Malaysia	RM10,000,000	100.0	Plantation and cultivation of rubber trees and cash crops

**6. INFORMATION ON OUR GROUP (Cont'd)**

<b>Name / (Registration number)</b>	<b>Date and country of incorporation</b>	<b>Share capital</b>	<b>Our effective equity interest (%)</b>	<b>Principal activities</b>
DXN Solutions (199701009105 (424601-A))	25 March 1997 Malaysia	RM350,000	100.0	Information technology adviser and consultant and trading in computer hardware and software equipment
DXN Terengganu <sup>(3)</sup> (201401019964 (1096050-X))	2 June 2014 Malaysia	RM200	100.0	Dormant ( <i>DXN Terengganu has been struck off on 11 July 2022</i> )
Esen Lifesciences (U24100PY2013PT C008466)	13 March 2013 India	INR500,000	100.0	Dormant <sup>(6)</sup>
Florin Fujian <sup>(1)</sup> (91350524MA2YBL DX1C)	20 June 2017 China	RMB50,000,000	82.82	Tea plantation, processing, R&D, wholesale trading and retailing of tea, pre-packaged food and beverages and other products
Suryasoft (2501220047088)	29 April 2005 Indonesia	IDR 2.500.000.000	100.0	Provision of IT services including IT system, IT consultancy, customised software development, customised software system and others
Daxen Logistic (202017810069)	24 June 2020 United States	USD10,000	100.0	Marketing and logistic networking
<b>Subsidiary of Daxen Agrotech</b>				
Daxen Agri (8120000901648)	25 July 2018 Indonesia	IDR3,600,000,000	90.0	Investment holding
<b>Subsidiary of Daxen Agri</b>				
Daxen KJP (8120318082947)	15 October 2018 Indonesia	IDR3,825,000,000	81.0	Manufacturing of virgin coconut oil
<b>Subsidiary of DXN Biotech</b>				
DXN Bio Oil (201701046476 (1260652-M))	19 December 2017 Malaysia	RM1,000	100.0	Dormant <sup>(6)</sup>
<b>Subsidiaries of DXN BVI</b>				
Daehsan Hungary (01-09-919366)	20 May 2009 Hungary	EUR12,000	100.0	Investment holding, trading and distribution of food and beverages, food supplements and consumers products
Daehsan Mexico (492170)	5 March 2013 Mexico	MXN50,000	100.0	Dormant <sup>(6)</sup>



**6. INFORMATION ON OUR GROUP (Cont'd)**

<b>Name / (Registration number)</b>	<b>Date and country of incorporation</b>	<b>Share capital</b>	<b>Our effective equity interest (%)</b>	<b>Principal activities</b>
Daxen Agritech (U01111HP2009PT C031246)	24 November 2009 India	INR10,000,000	100.0	Manufacturing of health food, traditional medicine, all kinds of confectioneries and other food products and carry on the business of agro farming in the field of mushrooms
Daxen Indonesia (8120003701684)	5 August 1998 Indonesia	IDR15,950,000,000	99.0	Manufacturing of traditional medicines, cosmetics and beverages
Daxen Mexico (40489)	16 December 2008 Mexico	MXN50,000	100.0	Dormant <sup>(6)</sup>
DIPL <sup>(2)</sup> (LL01899)	8 March 1999 Labuan, Malaysia	USD15,010	100.0	Investment holding and trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Australia (ACN 087 278 831)	23 April 1999 Australia	AUD100	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Bolivia (180790027)	19 January 2011 Bolivia	BOB100,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Chile (76.071.295-7)	13 August 2009 Chile	CLP50,000,000	100.0	Dormant <sup>(6)</sup>
DXN Colombia (02211073)	3 May 2012 Colombia	COP250,000,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN HK (626746)	17 October 1997 Hong Kong	HKD5,000,000	100.0	Direct selling business
DXN Mauritania 103508/GU/24517/ 1781)	20 May 2019 Mauritania	MRU9,000,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Mexico (378834)	31 October 2002 Mexico	MXN2,151,600	100.0	Manufacturing and distribution of food and beverages, food supplements and consumers products on direct sales basis

**6. INFORMATION ON OUR GROUP (Cont'd)**

<b>Name / (Registration number)</b>	<b>Date and country of incorporation</b>	<b>Share capital</b>	<b>Our effective equity interest (%)</b>	<b>Principal activities</b>
DXN Niger (NE/NIM/01/2019/B 15/00010)	15 August 2019 Niger	XOF20,000,000	100.0	Dormant <sup>(6)</sup>
DXN Pakistan (00000013017/200 60707)	11 July 2006 Pakistan	PKR3,000,000	99.99	Trading and distribution of food and beverages, food supplements and consumers products
DXN Peru (12317584)	8 May 2009 Peru	PEN9,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Singapore (199701418D)	5 March 1997 Singapore	SGD2	100.0	Direct sales and trading in health products and provision of related services and investment holding
DXN Thailand (0105541039052)	25 June 1998 Thailand	THB20,000,000	49.0 <sup>(4)</sup>	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN UK (04454617)	5 June 2002 United Kingdom	GBP1,000	100.0	Dormant <sup>(6)</sup>
Golden Health Trading (1575881)	21 March 2011 Hong Kong	HKD10,000	100.0	Provision of marketing consultancy services and general trading
<b>Subsidiaries of Daehsan Hungary</b>				
Daxen Morocco (369957)	17 February 2017 Morocco	MAD1,000,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
Daxen Slovakia (46 410 163)	4 November 2011 Slovakia	EUR30,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
Daxen USA (C2381741)	4 October 2001 United States	USD291,500	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Bulgaria (202031644)	21 April 2012 Bulgaria	BGN1,170,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis. During the FYE 28 February 2019, it ceased operations

**6. INFORMATION ON OUR GROUP (Cont'd)**

<b>Name / (Registration number)</b>	<b>Date and country of incorporation</b>	<b>Share capital</b>	<b>Our effective equity interest (%)</b>	<b>Principal activities</b>
DXN Czech (29389178)	8 November 2011 Czech Republic	CZK500,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Germany <sup>(3)</sup> (HRB 93696)	7 March 2012 Germany	EUR25,000	100.0	Dormant ( <i>DXN Germany has been liquidated on 21 July 2022</i> )
DXN Greece (116734904000)	11 July 2011 Greece	EUR 4,500	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Italy (RM 1375274)	12 June 2013 Italy	EUR10,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Poland (0000426992)	16 July 2012 Poland	PLN5,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Spain (B30877195)	1 August 2013 Spain	EUR3,006	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Turkey (984190-0)	22 July 2015 Turkey	TRY100,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
<b>Subsidiary of DXN Italy</b>				
DXN Nigeria (RC1343396)	20 June 2016 Nigeria	NGN10,000,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
<b>Subsidiary of Daxen Agritech</b>				
DXN Marketing India (U15490TN2014PT C095516)	18 March 2014 India	INR200,000	50.0 <sup>(4)</sup>	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
<b>Subsidiary of DIPL</b>				
DXN Manufacturing India (U24233PY2001PT C001607)	30 July 2001 India	INR516,069,740	100.0	Manufacturing of health food, traditional medicine, all kinds of confectioneries and other food products

**6. INFORMATION ON OUR GROUP (Cont'd)**

<b>Name / (Registration number)</b>	<b>Date and country of incorporation</b>	<b>Share capital</b>	<b>Our effective equity interest (%)</b>	<b>Principal activities</b>
<b>Subsidiary of DXN Manufacturing India</b>				
DXN Clinics (U85300PY2019PT C008365)	8 January 2019 India	INR100,000	99.99	Consultation and treatment services with ganotherapy
<b>Subsidiaries of DXN Singapore</b>				
Daxen Mongolia (5189217)	28 December 2007 Mongolia	MNT179,728,200	100.0	Trading and distribution of food and beverages, food supplements and consumers products
Daxen Uzbekistan (768253)	7 October 2019 Uzbekistan	UZS1,414,950,000	100.0	Importation and distribution of food and beverages, food supplements and consumers products
DXN Argentina (1843480)	12 May 2011 Argentina	ARS17,394,120	100.0	Dormant <sup>(7)</sup>
DXN Brazil (24.104.344/0001- 09)	2 February 2016 Brazil	BRL10,000	100.0	Dormant <sup>(6)</sup>
DXN Ecuador (1792376211001)	17 April 2012 Ecuador	USD1,520,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Europe Trading <sup>(3)</sup> (HRB 189395 B)	5 September 2017 Germany	EUR25,000	90.0	Dormant
DXN Panama (2505291-1- 819612)	25 November 2013 Panama	USD 10,000	100.0	Trading and distribution of food and beverages, food supplements and consumers products on direct sales basis
DXN Russia (1190327005582)	19 April 2019 Russia	RUB20,000	100.0	Dormant <sup>(6)</sup>
<b>Subsidiaries of DXN Corporation Ningxia</b>				
DXN Agrotech Ningxia (91640200MA7604 1TXU)	20 March 2017 China	RMB85,000,000	100.0	Research, cultivation, manufacture and trading of mushroom and Spirulina
DXN Biotechnology Ningxia (916400003221733 0X8)	2 July 2015 China	RMB10,010,000	100.0	R&D and experimental works in relation to biotechnology. Processing and trading of food and beverages, food supplements, cosmetics and consumer products

**6. INFORMATION ON OUR GROUP (Cont'd)**

<b>Name / (Registration number)</b>	<b>Date and country of incorporation</b>	<b>Share capital</b>	<b>Our effective equity interest (%)</b>	<b>Principal activities</b>
DXN Healthtech Guangzhou <sup>(3)</sup> (91440184591546012R)	29 March 2012 China	RMB5,000,000	60.0	Dormant
DXN Trading Ningxia (91640000MA75W50458)	3 November 2015 China	RMB1,000,000	100.0	Trading and distribution of food and beverages, food supplements, cosmetics and consumers products
<b>Subsidiary of Florin Fujian</b>				
Anxi Gande Foluohua (91350524MA2YM8UG5H)	12 October 2017 China	RMB36,000,000	82.82	Tea plantation, processing, R&D, wholesale trading and retailing of tea, pre-packaged food, beverages and other products
<b>Associate company of DXN</b>				
Box Park Management (2017010460101260186-W))	15 December 2017 Malaysia	RM100	40.0	Venture into business of management of real estate on a fee or contract basis
<b>Joint venture company of DXN</b>				
DNC Food Industries (2018010103321272347-M))	15 March 2018 Malaysia	RM100	50.0	Venture into business of manufacture and trading of spices and curry powder.

**Notes:**

- (1) As at the LPD, Florin Fujian is a subsidiary owned by DXN Corporation Ningxia which in turn is our wholly owned subsidiary.
- (2) DIPL has a branch office in the Philippines.
- (3) In the process of liquidation or strike-off.
- (4) Our Company regards DXN Thailand and DXN Marketing India as our subsidiaries by virtue of having board control and being the single largest shareholder in the companies, the remaining voting rights are held by individual investees and there is no indication that other shareholders will exercise their votes collectively.
- (5) DXN Bangladesh intends to commence operations to manufacture and distribution of health food supplements and other products.
- (6) There are no immediate plans for this dormant subsidiary.
- (7) DXN intends to commence operations for direct selling for this dormant subsidiary.

## 6. INFORMATION ON OUR GROUP (Cont'd)

The details of our material subsidiaries as at the LPD are as follows:

### 6.3.1 DXN Marketing

DXN Marketing was incorporated in Malaysia under the Companies Act, 1965 on 11 December 1993 and is deemed registered under the Act as a private limited company under the name of Petronar Service (M) Sdn Bhd. It assumed its present name on 19 August 1995.

DXN Marketing is principally engaged in the sales of health supplements and other products on direct sales basis. The principal place of business of DXN Marketing is at Wisma DXN, 213 Lebuhraya Sultan Abdul Halim, 05400 Alor Setar, Kedah, Malaysia.

The issued share capital of DXN Marketing is RM2,000,000 comprising 2,000,000 ordinary shares. Save as disclosed below, there has been no change in the issued share capital of DXN Marketing for the past three years preceding the LPD:

<u>Date of allotment</u>	<u>No. of ordinary shares</u>	<u>Consideration</u>	<u>Cumulative issued share capital (RM)</u>
15 July 2019	1,500,000	Cash	2,000,000

DXN Marketing is a wholly owned subsidiary of our Company. As at the LPD, DXN Marketing does not have any subsidiary, associate or joint venture.

### 6.3.2 DXN Industries

DXN Industries was incorporated in Malaysia under the Companies Act, 1965 on 20 November 1996 and is deemed registered under the Act as a private limited company under its present name.

DXN Industries is principally engaged in the manufacture and distribution of health food supplements and other products. The principal place of business of DXN Industries is at Lot 757, Jalan Bukit Wang, Kampung Padang Panjang, Mukim Malau, 06000 Jitra, Kedah, Malaysia.

The issued share capital of DXN Industries is RM500,000 comprising 500,000 ordinary shares. There has been no change in the issued share capital of DXN Industries for the past three years preceding the LPD.

DXN Industries is a wholly owned subsidiary of our Company. As at the LPD, DXN Industries does not have any subsidiary, associate or joint venture.

### 6.3.3 DXN Pharma

DXN Pharma was incorporated in Malaysia under the Companies Act, 1965 on 20 November 1996 and is deemed registered under the Act as a private limited company under its present name.

DXN Pharma is principally engaged in the manufacture of health food supplements and other products. The principal place of business of DXN Pharma is at Lot 757, Jalan Bukit Wang, Kampung Padang Panjang, Mukim Malau, 06000 Jitra, Kedah, Malaysia.

The issued share capital of DXN Pharma is RM4,000,000 comprising 4,000,000 ordinary shares. There has been no change in the issued share capital of DXN Pharma for the past three years preceding the LPD.

DXN Pharma is a wholly owned subsidiary of our Company. As at the LPD, DXN Pharma does not have any subsidiary, associate or joint venture.

## 6. INFORMATION ON OUR GROUP (Cont'd)

### 6.3.4 DXN Biotech

DXN Biotech was incorporated in Malaysia under the Companies Act, 1965 on 5 October 2004 and deemed registered under the Act as a private limited company under the name of Auto Ridge Sdn Bhd. It assumed its present name on 16 September 2015.

DXN Biotech is principally engaged in R&D and experimental work in relation to biotechnology, bio-chemical and agricultural products. During the FYE 28 February 2021, it commenced operation in the trading of agricultural products. The principal place of business of DXN Biotech is at Lot 757, Jalan Bukit Wang, Kampung Padang Panjang, Mukim Malau, 06000 Jitra, Kedah, Malaysia.

The issued share capital of DXN Biotech is RM1,000,000 comprising 1,000,000 ordinary shares. There has been no change in the issued share capital of DXN Biotech for the past three years preceding the LPD.

DXN Biotech is a wholly owned subsidiary of our Company. Save for DXN Bio Oil which is a direct subsidiary of DXN Biotech, as at the LPD, DXN Biotech does not have any subsidiary, associate or joint venture.

### 6.3.5 DIPL

DIPL was incorporated in Labuan, Malaysia under the Offshore Companies Act, 1990 on 8 March 1999 as a private limited company under its present name.

DIPL is principally engaged in investment holding and trading and distribution of food and beverages, food supplements and consumer products on direct sales basis. The principal place of business of DIPL is at Tiara Labuan, Jalan Tanjung Batu, Federal Territory of Labuan, 87000 Malaysia.

The issued share capital of DIPL is USD15,010 comprising 15,010 ordinary shares. There has been no change in the issued share capital of DIPL for the past three years preceding the LPD.

DIPL is a wholly owned subsidiary of DXN BVI. Save for DXN Manufacturing India which is a direct subsidiary of DIPL, DXN Clinics which is an indirect subsidiary of DIPL, and DIPL Philippines Branch which is a branch office of DIPL, as at the LPD, DIPL does not have any subsidiary, associate or joint venture.

### 6.3.6 DXN Peru

DXN Peru was incorporated in Peru under Ley General de Sociedades (General Corporations Law), Law No. 26887, by means of public deed dated May 8th, 2009 as a private limited company under its present name, and registered in Electronic File No. 12317584 of the Lima Corporations Registry.

DXN Peru is principally engaged in trading and distribution of food and beverages, food supplements and consumer products on direct sales basis. The principal place of business of DXN Peru is at Av. Angamos Oeste 547, Miraflores. Lima, Peru.

The issued share capital of DXN Peru is PEN9,000 comprising 90 ordinary shares. There has been no change in the issued share capital of DXN Peru for the past three years preceding the LPD.

As at the LPD, the shareholders of DXN Peru and their respective shareholding are as follows:

Shareholder	No. of ordinary shares	%
DXN BVI	89	98.9
DXN	1	1.1

## 6. INFORMATION ON OUR GROUP (Cont'd)

As at the LPD, DXN Peru does not have any subsidiary, associate or joint venture.

### 6.3.7 DXN Mexico

DXN Mexico was incorporated in Mexico under public deed 11,199 dated as of 31 October 2002 executed by Juan José Thomas Moreno, head of the notary public 7 of Tijuana, Baja California duly subscribed at the public registry of commerce of Tijuana, Baja California with the folio 5309061 on 31 October 2002 as a private limited company under its present name.

DXN Mexico is principally engaged in manufacturing and distribution of food and beverages, food supplements and consumer products on direct sales basis. The principal place of business of DXN Mexico is at Londres 47 Lobby, 1° floor y 4° floor, Juárez, Cuauhtemoc, Zip Code 06600, Mexico City, Mexico.

The issued share capital of DXN Mexico is MXN2,151,600 comprising 43,032 ordinary shares. There has been no change in the issued share capital of DXN Mexico for the past three years preceding the LPD.

As at the LPD, the shareholders of DXN Mexico and their respective shareholding are as follows:

Shareholder	No. of ordinary shares	%
DXN BVI	43,031	99.9
DXN	1	*

**Note:**

\* *Negligible*

As at the LPD, DXN Mexico does not have any subsidiary, associate or joint venture.

### 6.3.8 DXN Marketing India

DXN Marketing India was incorporated in India under the Companies Act, 2013 on 18 March 2014 as a private limited company under the name of DXN India Private Limited which was subsequently changed to its present name on 28 March 2014.

DXN Marketing India is principally engaged in trading and distribution of food and beverages, food supplements and consumer products on direct sales basis. The principal place of business of DXN Marketing India is at 69 (Old No 29) Eldams Road, Teynampet, Chennai, Tamil Nadu – 600018 India.

The issued share capital of DXN Marketing India is INR200,000 comprising 20,000 ordinary shares. There has been no change in the issued share capital of DXN Marketing India for the past three years preceding the LPD.

As at the LPD, the shareholders of DXN Marketing India and their respective shareholding are as follows:

Shareholder	No. of ordinary shares	%
Daxen Agritech	10,000	50.0
Jacob Antony	4,900	24.5
Premarajan Puthan Veetil <sup>(1)</sup>	5,100	25.5

**Note:**

(1) *Premarajan Puthan Veetil is recently deceased and the procedure of transmission of his shares to his legal heirs is under process.*



## 6. INFORMATION ON OUR GROUP (Cont'd)

DXN regards DXN Marketing India as a subsidiary of Daxen Agritech by virtue of having board control and being the single largest shareholder in this company. The remaining voting rights are held by individual investors and there is no indication that the other shareholders of DXN Marketing India will exercise their votes collectively.

As at the LPD, DXN Marketing India does not have any subsidiary, associate or joint venture.

### 6.3.9 DXN Bolivia

DXN Bolivia was incorporated in Bolivia under Public Deed No. 94/2011 on 19 January 2011 as a limited liability company under its present name.

DXN Bolivia is principally engaged in trading and distribution of food and beverages, food supplements and consumer products on direct sales basis. The principal place of business of DXN Bolivia is at Landivar Avenue, No. 432, West area, Santa Cruz de la Sierra, Bolivia.

The issued share capital of DXN Bolivia is BOB100,000 comprising 1,000 ordinary shares. There has been no change in the issued share capital of DXN Bolivia for the past three years preceding the LPD.

As at the LPD, the shareholders of DXN Bolivia and their respective shareholding are as follows:

Shareholder	No. of ordinary shares	%
DXN BVI	999	99.9
DXN Peru	1	*

**Note:**

\* *Negligible*

As at the LPD, DXN Bolivia does not have any subsidiary, associate or joint venture.

### 6.3.10 Daxen USA

Daxen USA was incorporated in the United States as a California corporation under California Corporations Code Section 200 on 4 October 2001 under its present name.

Daxen USA is principally engaged in trading and distribution of food and beverages, food supplements and consumer products on direct sales basis. The principal place of business of Daxen USA is at 565 Brea Canyon Road Suite B, Walnut, CA 91789, United States.

The issued share capital of Daxen USA is USD291,500 comprising 291,500 ordinary shares. There has been no change in the issued share capital of Daxen USA for the past three years preceding the LPD.

Daxen USA is a wholly owned subsidiary of Daehsan Hungary. As at the LPD, Daxen USA does not have any subsidiary, associate or joint venture.

### 6.3.11 DXN Thailand

DXN Thailand was incorporated in Thailand under the Thai Civil and Commercial Code on 25 June 1998 as a limited company under its present name.

DXN Thailand is principally engaged in the trading and distribution of food and beverages, food supplements and consumer products on direct sales basis. The registered head office of DXN Thailand is at No. 54, BB Building 12<sup>th</sup> Floor, Room No. 1202, Sukhumvit 21 Road (Asoke), Klongtoey Nuea Sub-district, Wattana District, Bangkok 10110.

## 6. INFORMATION ON OUR GROUP (Cont'd)

The issued share capital of DXN Thailand is THB20,000,000 comprising 200,000 ordinary shares with par value of THB100 per share. There has been no change in the issued share capital of DXN Thailand for the past three years preceding the LPD.

As at the LPD, the shareholders of DXN Thailand and their respective shareholding are as follows:

Shareholder	No. of ordinary shares	%
DXN BVI	98,000	49.0
Anong Phoungtong	52,000	26.0
Nongluck Wongworn	50,000	25.0

Our Company regards DXN Thailand as a subsidiary of DXN BVI by virtue of having board control and being the single largest shareholder in this company. The remaining voting rights are held by individual investors and there is no indication that the other shareholders of DXN Thailand will exercise their votes collectively. As at the LPD, DXN Thailand does not have any subsidiary, associate or joint venture.

### 6.3.12 DXN Colombia

DXN Colombia was incorporated in Colombia by means of a private document dated 3 May 2012 and registered with the Mercantile Registry managed by the Chamber of Commerce of Bogotá on 7 May 2012 as a Simplified Shares Corporation (*Sociedad por Acciones Simplificada – S.A.S.*) under its present name.

DXN Colombia is principally engaged in trading and distribution of food and beverages, food supplements and consumer products on direct sales basis. The principal place of business of DXN Colombia is at Avenida Carrera 19 No. 108-11, Bogotá, D.C., Colombia.

The issued share capital of DXN Colombia is COP250,000,000 comprising 250 ordinary shares. There has been no change in the issued share capital of DXN Colombia for the past three years preceding the LPD.

DXN Colombia is a wholly owned subsidiary of DXN BVI. As at the LPD, DXN Colombia does not have any subsidiary, associate or joint venture.

### 6.3.13 Daxen Mongolia

Daxen Mongolia was incorporated in Mongolia under the Company Law of Mongolia and other applicable laws of Mongolia on 28 December 2007 as a foreign invested limited liability company under its present name.

Daxen Mongolia is principally engaged in trading and distribution of food and beverages, food supplements and consumer products. The principal place of business of Daxen Mongolia is at 4<sup>th</sup> floor, Diamond office building – 29, 13<sup>th</sup> khoroolol, 18<sup>th</sup> khoroo, Bayanzurkh district, Ulaanbaatar, Mongolia.

The issued share capital of Daxen Mongolia is MNT179,728,200 comprising 150,000 ordinary shares. There has been no change in the issued share capital of Daxen Mongolia for the past three years preceding the LPD.

Daxen Mongolia is a wholly owned subsidiary of DXN Singapore. As at the LPD, Daxen Mongolia does not have any subsidiary, associate or joint venture.

### 6.3.14 Daehsan Indonesia

Daehsan Indonesia was incorporated in the Republic of Indonesia under Deed No. 227 dated 18 July 1997 drawn before B.R.AY. Mahyastoeti Notonagoro, S.H., a Notary in Jakarta, which has been approved by MOLHR Decree No. 02-1293.HT.01.01.TH'98 dated 2 March 1998 as a private limited company under its present name.

**6. INFORMATION ON OUR GROUP (Cont'd)**

Daehsan Indonesia is principally engaged in direct selling business. The principal place of business of Daehsan Indonesia is at Gedung Indra Sentral Cempaka Putih, Unit A, B, C, D, Jl. Letjen Suprpto No. 60, Jakarta, 10520, Indonesia.

The issued share capital of Daehsan Indonesia is IDR11,000,000,000 comprising 22,000 ordinary shares. There has been no change in the issued share capital of Daehsan Indonesia for the past three years preceding the LPD.

As at the LPD, the shareholders of Daehsan Indonesia and their respective shareholding are as follows:

<b>Shareholder</b>	<b>No. of ordinary shares</b>	<b>%</b>
DXN	21,999	99.9
DXN BVI	1	0.01

As at the LPD, Daehsan Indonesia does not have any subsidiary, associate or joint venture.

**6.3.15 Daxen Morocco**

Daxen Morocco was incorporated in Morocco under Dahir n ° 1-97-49 of 5 Chaoual 1417 (February 13, 1997) promulgating law n ° 5-96 on 17 February 2017 as a private limited company under its present name.

Daxen Morocco is principally engaged in trading and distribution of food and beverages, food supplements and consumer products on direct sales basis. The principal place of business of Daxen Morocco is at Angel Rue Chevalier Bayard Et Rue Chauny, Blevédère, Casablanca, Morocco.

The issued share capital of Daxen Morocco is MAD1,000,000 comprising 10,000 ordinary shares. There has been no change in the issued share capital of Daxen Morocco for the past three years preceding the LPD.

As at the LPD, the shareholders of Daxen Morocco and their respective shareholding are as follows:

<b>Shareholder</b>	<b>No. of ordinary shares</b>	<b>%</b>
Daehsan Hungary	9,900	99.0
Daxen Slovakia	100	1.0

As at the LPD, Daxen Morocco does not have any subsidiary, associate or joint venture.

**6.3.16 Daxen Agritech**

Daxen Agritech was incorporated in India under the Companies Act, 1956 on 24 November 2009 as a private limited company under its present name.

Daxen Agritech is principally engaged in manufacturing of health food, traditional medicine, all kinds of confectioneries and other food products and carry on the business of agro farming in the field of mushrooms. The principal place of business of Daxen Agritech is at Plot No. 120, DIC Industrial Area, Baddi District, Solan, Himachal Pradesh, India – 173205.

The issued share capital of Daxen Agritech is INR10,000,000 comprising 1,000,000 ordinary shares. There has been no change in the issued share capital of Daxen Agritech for the past three years preceding the LPD.

**6. INFORMATION ON OUR GROUP (Cont'd)**

As at the LPD, the shareholders of Daxen Agritech and their respective shareholding are as follows:

<b>Shareholder</b>	<b>No. of ordinary shares</b>	<b>%</b>
DXN BVI	990,000	99.0
DXN	10,000	1.0

Save for DXN Marketing India which is a subsidiary, as at the LPD, Daxen Agritech does not have any subsidiary, associate or joint venture.

**6.3.17 Anxi Gande Foluohua**

Anxi Gande Foluohua was incorporated in China under PRC Company Law on 12 October 2017 as a private limited company under its present name.

Anxi Gande Foluohua is principally engaged in tea plantation, processing, R&D, wholesale trading and retailing of tea, pre-packaged food, beverages and other products. The principal place of business of Anxi Gande Foluohua is at No. 99, Fuxiyang, Huaidong Village, Gande Town, Anxi County, Quanzhou City, Fujian Province, China.

The registered capital of Anxi Gande Foluohua is RMB36,000,000. As at the LPD, the registered capital has been fully paid up. There has been no change in the registered capital of Anxi Gande Foluohua for the past three years preceding the LPD.

Anxi Gande Foluohua is a wholly owned subsidiary of Florin Fujian, which in turn is 82.8% owned by our Company. As at the LPD, Anxi Gande Foluohua does not have any subsidiary, associate or joint venture.

**6.3.18 DXN Corporation Ningxia**

DXN Corporation Ningxia was incorporated in China under PRC Company Law on 14 December 2015 as a private limited company under its present name.

DXN Corporation Ningxia is principally engaged in investment holding, R&D and experimental works in relation to biotechnology, processing and trading of food and beverages, food supplements, cosmetics and consumer products. The principal place of business of DXN Corporation Ningxia is at No.11, Ziqiang Road, Shizuishan High-tech Industrial Development Zone, Dawukou District, Shizuishan City, Ningxia, China.

The registered capital of DXN Corporation Ningxia is RMB400,000,000. As at the LPD, the total paid up capital of DXN Corporation Ningxia is RMB231,701,229.62. Save as disclosed below, there has been no change in the registered capital of DXN Corporation Ningxia for the past three years preceding the LPD:

<b>Date</b>	<b>Registered capital (RMB)</b>
14 August 2019	200,000,000
12 August 2021	400,000,000

DXN Corporation Ningxia is a wholly owned subsidiary of our Company. As at the LPD, the direct subsidiaries of DXN Corporation Ningxia are DXN Agrotech Ningxia, DXN Biotechnology Ningxia, DXN Healthtech Guangzhou, Florin Fujian and DXN Trading Ningxia, details of which are set out in this Section 6.3 of this Prospectus. Save for the above, DXN Corporation Ningxia does not have any subsidiary, associate or joint venture as at the LPD.

## 6. INFORMATION ON OUR GROUP (Cont'd)

### 6.3.19 DXN Agrotech Ningxia

DXN Agrotech Ningxia was incorporated in China under PRC Company Law on 20 March 2017 as a private limited company under its present name.

DXN Agrotech Ningxia is principally engaged in research, cultivation, manufacture and trading of mushroom and Spirulina. The principal place of business of DXN Agrotech Ningxia is at east of Longma Road, south of Binhu Road, west of Yushantan Street and north of the office building of Zaoxiang Village Committee, Xinghai Town, Dawukou District, Shizuishan City, Ningxia, China.

The registered capital of DXN Agrotech Ningxia is RMB85,000,000. As at the LPD, the total paid up capital of DXN Agrotech Ningxia is RMB82,700,000. Save as disclosed below, there has been no change in the registered capital of DXN Agrotech Ningxia for the past three years preceding the LPD:

Date	Registered capital (RMB)
11 August 2021	85,000,000

DXN Agrotech Ningxia is a wholly owned subsidiary of DXN Corporation Ningxia. As at the LPD, DXN Agrotech Ningxia does not have any subsidiary, associate or joint venture.

### 6.3.20 Daxen Indonesia

Daxen Indonesia was incorporated in the Republic of Indonesia under Deed No. 11 dated 5 August 1998 made before Purbandari S.H., Notary Candidate in Jakarta as the substitute of Haji Abdul Kadir Usman, Notary in Jakarta which has been approved by the MOLHR pursuant to its Decree No. C2-28018 HT.01.01.Th.98. dated 14 December 1998 as a limited liability company under its present name.

Daxen Indonesia is principally engaged in the manufacturing of traditional medicines, cosmetics and beverages. The principal place of business of Daxen Indonesia is at Indra Sentral Building Unit A-D Fl 5, Jl. Letjen Suprpto No. 60, Central Jakarta, Indonesia.

The issued share capital of Daxen Indonesia is IDR15,950,000,000 comprising 1,100 ordinary shares. There has been no change in the issued share capital of Daxen Indonesia for the past three years preceding the LPD.

As at the LPD, the shareholders of Daxen Indonesia and their respective shareholding are as follows:

Shareholder	No. of ordinary shares	%
DXN BVI	1,089	99.0
Novita Kristin Djunaedi	11	1.0

As at the LPD, Daxen Indonesia does not have any subsidiary, associate or joint venture.

### 6.3.21 DXN Manufacturing India

DXN Manufacturing India was incorporated in India under the Companies Act, 1956 on 30 July 2001 as a private limited company under the name of DXN Herbal Manufacturing (India) Private Limited which was subsequently changed to DXN Manufacturing (India) Private Limited on 28 October 2015.

**6. INFORMATION ON OUR GROUP (Cont'd)**

DXN Manufacturing India is principally engaged in manufacturing of health food, traditional medicine, all kinds of confectioneries and other food products. The principal place of business of DXN Manufacturing India is at R.S. No. 141/4 & 142/5, Whirlpool Road, Thirunvandar Koil, Mannadipet Commune Pondy-102, Pondicherry, India - 605102.

The issued share capital of DXN Manufacturing India is INR516,069,740 comprising 51,606,974 ordinary shares. Save as disclosed below, there has been no change in the issued share capital of DXN Manufacturing India for the past three years preceding the LPD:

<u>Date of allotment / transfer</u>	<u>No. of ordinary shares</u>	<u>Consideration</u>	<u>Cumulative issued share capital (INR)</u>
15 September 2020	50,960,000	Cash	INR516,069,740

As at the LPD, the shareholders of DXN Manufacturing India and their respective shareholding are as follows:

<u>Shareholder</u>	<u>No. of ordinary shares</u>	<u>%</u>
DIPL	51,606,973	99.9
DXN BVI	1	*

**Note:**

\* *Negligible*

Save for DXN Clinics which is a direct subsidiary, as at the LPD, DXN Manufacturing India does not have any subsidiary, associate or joint venture.

As at the LPD, our Group does not have any outstanding warrants, options, convertible securities or uncalled capital.

None of our Shares and share capital in our subsidiaries were issued and allotted at a discount or have any special terms or instalment payment terms. Save for DXN Corporation Ningxia, DXN Agrotech Ningxia and Florin Fujian, our issued Shares and the issued shares of our subsidiaries are fully paid-up.

As at the LPD, neither our Company nor our subsidiaries are involved in any bankruptcy, receivership or similar proceedings.

During the last financial year and up to the LPD, there were no:

- (i) public take-over offers by third parties in respect of our Shares; and
- (ii) public take-over offers by our Company in respect of other companies' securities.