

9. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS, KEY SENIOR MANAGEMENT AND KEY TECHNICAL PERSONNEL

9.1 PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

9.1.1 Profiles of our Promoters and substantial shareholders

(i) Dato' Fong Swee Kiang as our Promoter and substantial shareholder

Dato' Fong Swee Kiang, a Malaysian, is our Promoter, substantial shareholder, Non-Independent Executive Director and Chief Executive Officer. Details of his profile are set out in Section 9.2.1(ii) of this Prospectus.

(ii) Teh Chee Hak as our Promoter and substantial shareholder

Teh Chee Hak, a Malaysian, is our Promoter, substantial shareholder, Non-Independent Executive Director and Chief Technology Officer. Details of his profile are set out in Section 9.2.1(iii) of this Prospectus.

(iii) SKC Team 2 as our substantial shareholder

SKC Team 2 was incorporated in Malaysia under the Act on 27 September 2021 as a private limited company under the name of Odyssey Vision Sdn Bhd, and subsequently changed its name to SKC Team 2 Sdn Bhd on 14 February 2025. SKC Team 2 is principally engaged in activities of holding companies.

As at the LPD, the issued share capital of SKC Team 2 is RM16,271,100.50 comprising 32,542,000 ordinary shares and 1 preference share (held by Dato' Fong Swee Kiang).

The shareholders of SKC Team 2 comprise 26 employees of our Company. The following table sets out their direct and indirect shareholdings in SKC Team 2:

No.	Name	Direct %	Indirect %
1.	Chai Chown Ching	1.4	-
2.	Chew Jaw Wen	3.3	-
3.	Chieng Wee Kai	3.3	-
4.	Choo Chian Choong	0.9	-
5.	Chow Tze Jian	2.3	-
6.	Chye Chuan Ning	3.8	-
7.	Goh Seng Han	7.4	-
8.	Heng Ai Hoon	0.8	-
9.	Hew Yin Chong	5.6	-
10.	Khuan Chuen Heong	0.8	-
11.	Lau Chean Yuen	0.8	-
12.	Lee Chee Siong	2.3	-
13.	Leow Weng Li	1.3	-
14.	Lim Soon Chieh	9.4	-
15.	Mark Wong Ging Yeon	6.3	-
16.	Muhamad Aidil Bin Jazmi	4.6	-
17.	Ng Hoong Chin	4.0	-
18.	Ngo Chee Wung	0.9	-
19.	Ong Yu Ying	9.4	-
20.	Ooi Ching Liang	8.1	-
21.	Selvakumar A/L Sivarajah	4.6	-
22.	Sim Kew Win	3.1	-
23.	Tan Tat Hin	4.6	-
24.	Teoh Giap Seng	5.1	-
25.	Wilfred King Wee Kee	3.3	-
26.	Wong How Hwan	2.6	-
Total		100.0	-

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

9.1.2 Shareholding of our Promoters and substantial shareholders

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

Name/ Nationality/ Country of Incorporation	As at [●]				After the Subdivision				After our Listing			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(2)%	No. of Shares	(2)%	No. of Shares	(3)%	No. of Shares	(3)%
Promoters and substantial shareholders												
Dato' Fong Swee Kiang / Malaysian	98,612,801	30.9	15,893,600	(4)4.9	430,630,251	30.9	69,405,442	(4)4.9	430,630,251	24.0	69,405,442	(4)3.8
Teh Chee Hak / Malaysian	98,612,800	30.9	15,913,600	(5)4.9	430,630,247	30.9	69,492,779	(5)4.9	430,630,247	24.0	69,492,779	(5)3.8
Substantial shareholder												
SKC Team 2 / Malaysia	32,542,000	10.2	-	-	142,107,003	10.2	-	-	142,107,003	7.9	-	-

Notes:

- (1) Based on 319,679,051 issued Shares as at the LPD including the 15,593,900 new Shares issued upon the Conversion of ICPS which was completed on [●].
- (2) Based on 1,396,000,000 issued Shares after the Subdivision.
- (3) Based on our enlarged issued Shares upon our Listing of 1,796,000,000 Shares.
- (4) Deemed interested by virtue of his shareholdings in SKC Team 1 and SKC Team 3 pursuant to Section 8 of the Act.
- (5) Deemed interested by virtue of his shareholdings in SKC Team and SKC Team 3 pursuant to Section 8 of the Act.

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

9.1.3 Changes in our Promoters' and substantial shareholders' shareholdings in our Company for the past three years

Save as disclosed below, there has been no change in our Promoters' and substantial shareholders' shareholdings in our Company for the past three years preceding [●]:

Name	As at 31 March 2023				As at 31 March 2024			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. Shares	%
Dato' Fong Swee Kiang	100,000,001	50.0	-	-	133,729,001	44.6	-	-
Teh Chee Hak	100,000,000	50.0	-	-	133,729,000	44.6	-	-
SKC Team 2	-	-	-	-	32,542,000	10.8	-	-

Name	As at 31 March 2025				As at [●]			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	⁽¹⁾ %	No. Shares	⁽¹⁾ %
Dato' Fong Swee Kiang	107,227,201	35.7	15,893,600	⁽²⁾ 5.3	98,612,801	30.9	15,893,600	⁽²⁾ 4.9
Teh Chee Hak	107,227,200	35.7	15,913,600	⁽³⁾ 5.3	98,612,800	30.9	15,913,600	⁽³⁾ 4.9
SKC Team 2	32,542,000	10.8	-	-	32,542,000	10.2	-	-

Notes:

- (1) Based on 319,679,051 issued Shares as at the LPD including the 15,593,900 new Shares issued upon the Conversion of ICPS which was completed on [●].
- (2) Deemed interested by virtue of his shareholdings in SKC Team 1 and SKC Team 3 pursuant to Section 8 of the Act.
- (3) Deemed interested by virtue of his shareholdings in SKC Team and SKC Team 3 pursuant to Section 8 of the Act.

9. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS, KEY SENIOR MANAGEMENT AND KEY TECHNICAL PERSONNEL *(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 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.

Our Company has adopted the recommendations under the MCCG that our Board comprises at least 30% women Directors, half of our Board comprises Independent Directors and our Chairman should not be a member of the Audit and Risk Management Committee, the Nomination Committee and the Remuneration Committee.

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 our board charter:

- (i) review and adopt a strategic plan for our Group to ensure sustainability of our business and operations and to 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 considerations and communication of 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 risk appetite within which our management is to operate and ensure the implementation of the 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 Board members and Key Senior Management;
- (vi) oversee the development and implementation of an investor relations programme or stakeholder communication 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) assure both internal and external stakeholders that our Group is operating in compliance with its policies and any other applicable regulatory requirements. This includes establishing a "tone from the top" and spearheading our Group's efforts to improve on our corruption risk management framework, internal control system, review and monitoring as well as training and communication;

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

- (ix) review periodically an anti-corruption compliance program which includes clear policies and objectives that adequately addresses corruption risk;
- (x) review periodically the whistleblowing policy to encourage reporting of any legitimate concern in relation to breach of legal obligation, unlawful conduct, miscarriage of justice, financial malpractice or danger to the public or environment or any suspected and/or real corruption incidents, including any cover-up of any of these conducts in the workplace;
- (xi) review and accept the investigative outcome of any whistleblowing matters, results of fraud, illegal acts or suspected violations of our Group's policies involving all employees, management and Directors;
- (xii) determine the remuneration of our non-Executive Directors, with the individuals concerned abstaining from discussions of their own remuneration;
- (xiii) ensure the integrity of our Group's financial and non-financial reporting particularly that our financial statements are true and fair and conform with the laws;
- (xiv) review periodically the Code of Conduct and Ethics to ensure alignment with changes in law and governance practices with our Group's vision, mission and business plan;
- (xv) ensure that our Company has in place the appropriate corporate disclosure procedures to ensure effective communication with our shareholders and other stakeholders; and
- (xvi) together with our Key Senior Management, ensure that our Group adheres to high standards of ethics and corporate behaviour which reinforced elements of ethics, prudence and professionalism.

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

- (i) leading our Board in its collective oversight of our management 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 Directors and non-Executive Directors;
- (iv) ensuring the adequacy and integrity of the governance process and issues including upgrading and monitoring good corporate governance practices within our Group;
- (v) setting our Board agenda and ensuring the provision of accurate, timely, complete and clear information to all Directors as well as ensuring that our Board committees' meetings are conducted separately from our Board meetings;
- (vi) chairing Board and shareholder meetings and ensuring the proceedings thereof comply with good conduct and practices as well as represent our Board to our shareholders;
- (vii) functioning as a facilitator at meetings of our Board to ensure that no member, whether executive or non-executive, dominates any discussion and that relevant discussions take place with relevant opinions among members forthcoming. Our Chairman shall encourage active participation and allow dissenting views to be freely expressed and ensure that discussions result in logical and understandable outcome;

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- (viii) ensuring that all Directors are enabled and encouraged to participate in Board meetings and discussions. This includes ensuring that all relevant issues are on the agenda and that all Directors receive timely, relevant information tailored to their needs and that they are properly briefed on issues arising at Board meetings, and that adequate time is allocated for discussion of issues tabled to our Board for deliberation;
- (ix) ensuring that our Executive Directors look beyond their executive function and accept their full share of responsibilities of governance and provide regular updates on all issues pertinent to the welfare and future of our Group to our Board;
- (x) liaising and coordinating input from all Directors, especially Board committees' chairman, to optimise the effectiveness of our Board and our Board committees;
- (xi) guiding and mediating Board actions with respect to organisational priorities and governance concerns;
- (xii) managing the interface between our Board and our management;
- (xiii) ensuring appropriate steps are taken to provide effective communication with stakeholders and that their views are communicated to our Board as a whole;
- (xiv) ensuring that our Board is kept updated on its statutory obligations to our Company, our shareholders, our employees and other stakeholders;
- (xv) maintaining regular dialogue with our Chief Executive Officer over all operational matters and consulting with the remainder of our Board promptly over any matters that give him/her cause for major concern;
- (xvi) ensure that the general meeting of our Company supports meaningful engagement between our Board, our management and our shareholders. The engagement should be interactive and include robust discussion on, among others, our Group's financial and non-financial performance as well as our Group's long-term strategies; and
- (xvii) performing other responsibilities assigned by our Board from time to time.

Our Chief Executive Officer is primarily responsible for the day-to-day operations of our Group's business and leads the implementation of policies, strategies and decisions adopted by our Board, and monitors the operating and financial results against plans and budgets.

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

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 Directors and the period that each of our Directors has served in that office as at the LPD are as follows:

Director	Designation	Age	Nationality	Date of appointment	Date of expiration of the current term of office at AGM	No. of years and months in office
Dato' Seri Wong Siew Hai	Independent Non-Executive Chairman	74	Malaysian	24 February 2025	Subject to retirement by rotation at our AGM in 2028	6 months
Dato' Fong Swee Kiang	Non-Independent Executive Director and Chief Executive Officer	63	Malaysian	17 September 2019	Subject to retirement by rotation at our AGM in 2026	6 years
Teh Chee Hak	Non-Independent Executive Director and Chief Technology Officer	48	Malaysian	5 February 2023	Subject to retirement by rotation at our AGM in 2026	2 years 7 months
Dato' Seri Gooi Soon Chai	Independent Non-Executive Director	64	Malaysian	12 February 2025	Subject to retirement by rotation at our AGM in 2027	7 months
Datuk Alexandra Chin @ Fui Lin, J.P.	Independent Non-Executive Director	64	Malaysian	12 February 2025	Subject to retirement by rotation at our AGM in 2028	7 months
Norinne Ira Dewal Binti Md Ali	Independent Non-Executive Director	47	Malaysian	12 February 2025	Subject to retirement by rotation at our AGM in 2027	7 months

None of our Directors represent any shareholder on our Board. Further, there are no family relationships between our Directors. For details on the associations and family relationships between our Promoters, substantial shareholders, Directors, Key Senior Management and key technical personnel, see Section 9.5 of this Prospectus.

9.2.1 Profiles of our Directors

(i) Dato' Seri Wong Siew Hai

Dato' Seri Wong Siew Hai, a Malaysian aged 74, is our Independent Non-Executive Chairman. He was appointed to our Board on 24 February 2025.

He graduated with a Bachelor of Science in Mechanical Engineering from University of Leeds, United Kingdom in 1974 and a Master of Science in Management Science in 1975 from Imperial College of Science and Technology, University of London, United Kingdom. He has received awards for exemplary services including the Darjah Panglima Pangkuan Negeri (D.P.P.N) from the Yang di-Pertua Negeri Pulau Pinang in 2022.

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He has over 28 years of experience in the electrical and electronics (“E&E”) industry, with a focus on semiconductor and E&E manufacturing spanning Asia Pacific and global regions. This extensive experience was gained during his long career with Intel Technology Sdn Bhd (“Intel”), a manufacturer of semiconductor computer circuits, where he served from 1976 to 1996 and from 1998 until his retirement in 2004, as well as his tenure at Dell Computer Corporation (“Dell”), a global company that designs, develops and manufactures personal computers and computer peripheral equipment, from 1996 to 1998.

He began his career in 1976 as a Quality Assurance Engineer responsible for the quality assurance for assembly operations of semiconductors at Intel. He rose through the ranks as the Quality Assurance Manager and was Intel’s General Manager responsible for supervising Intel’s 8-bit micro-controller business unit when he left in 1996 to join Dell as Vice President/ Managing Director of the Asia Pacific Customer Centre, where he primarily managed its operations.

In 1998, he left Dell to re-join Intel as the Managing Director of Assembly Test Manufacturing in Malaysia. He was later promoted to Vice President & Country Managing Director Intel Malaysia and subsequently promoted to Vice President of Technology and Manufacturing Group and General Manager of Assembly Test Manufacturing, where he was responsible for all of Intel’s assembly test factories worldwide. He retired from Intel in 2004.

Post retirement between 2004 and 2008, he served as a Director of Invest-In-Penang Berhad, an agency incorporated by the Penang State Government to promote investments in Penang. He was a board member of Malaysia External Trade Development Corporation, a division under the MITI between 2005 and 2017. Additionally, he served as Chairman of the Malaysian American Electronics Industry, an industry committee under the American Malaysian Chamber of Commerce from 2005 until 2021.

He is currently the President of the Malaysia Semiconductor Industry Association since 2021 and the Chairman of Electrical and Electronics Productivity Nexus. He also serves on the board of directors of Niationgate Holdings Berhad, a company listed on Bursa Securities.

(ii) Dato’ Fong Swee Kiang

Dato’ Fong Swee Kiang, a Malaysian aged 63, is our Non-Independent Executive Director and Chief Executive Officer. He was appointed to our Board on 17 September 2019.

He graduated with a Bachelor of Electrical Engineering from Universiti Teknologi Malaysia with first class honours in 1986 and obtained a Master of Business Administration from Washington University in St. Louis, USA in 2010. He was conferred the award of Darjah Setia Pangkuan Negeri (D.S.P.N) by the Yang di-Pertua Negeri Pulau Pinang in 2025.

He has over 35 years of experience in the semiconductor industry, where he began his career as an engineer at Intel in 1986. He remained with the Intel group of companies until 2011, where the last position held was Director of Intel Penang Design Center. In this role, he was responsible for overseeing the development of central processing units, chipsets and IPs, while leading a team of engineers.

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

In 2011, he joined Altera Malaysia, an Intel Corporation related company following its acquisition of Altera Corporation in 2015 (“**Intel’s Acquisition**”), as Vice President of Design Engineering and his last position held prior to his departure in 2016 was Vice President of Engineering, Intel Programmable Solutions Group. During his tenure at Altera Malaysia, he led the company’s R&D operations in Malaysia, driving innovation and development initiatives.

In 2016, he joined Avago Technologies, a Broadcom Inc. related company, as Director of Operations and later held the position of Senior Operations Director, where he was responsible for managing the company’s global operations and overseeing new product introductions.

He left Avago Technologies in 2019 and joined our Group which commenced business in 2020 through our Company. Since then, he has served as our Chief Executive Officer, where he leads our business strategy, oversees operations, sales and marketing and ensures financial health while managing our business and investment stakeholders. He also guides our executive team, sets long-term goals and drives innovation to foster growth and success in the market, while building key relationships, managing risks and ensuring effective governance.

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

(iii) **Teh Chee Hak**

Teh Chee Hak, a Malaysian aged 48, is our Non-Independent Executive Director and Chief Technology Officer. He was appointed to our Board on 5 February 2023.

He graduated with a Bachelor of Engineering (Honours) (Electrical and Electronic Engineering) from Universiti Sains Malaysia in 2000 with a cumulative grade point average of 3.95.

He has over 20 years of experience in the semiconductor industry, during which his professional skills were developed and further enhanced by his experiences at Intel Microelectronics (from 2000 to 2012 and again from 2016 to 2020) and Altera Malaysia (from 2012 to 2016).

He began his career in 2000 as an engineer at Intel Microelectronics and his last position held prior to his departure in 2012 was senior staff component design engineer. During his tenure at Intel Microelectronics, he was responsible for the architecture and microarchitecture of central processing units, memory, I/O and platform controller hubs, and IPs, as well as completing assignments in the USA.

In 2012, he joined Altera Malaysia as a principal engineer, before progressing to the role of architect where he was responsible for designing and implementing the memory interface architecture and microarchitecture of FPGA products and IPs.

Following the Intel’s Acquisition, he transitioned back to Intel Microelectronics in 2016 as a principal engineer where he focused primarily on the overall architecture and microarchitecture of FPGA products and IPs.

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He left Intel Microelectronics in 2020 as chief architect. He has since been our Chief Technology Officer, where he oversees our technical strategy and leads the design and development of advanced IPs and ASICs for artificial intelligence and high-performance computing applications.

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

(iv) Dato' Seri Gooi Soon Chai

Dato' Seri Gooi Soon Chai, a Malaysian aged 64, is our Independent Non-Executive Director. He was appointed to our Board on 12 February 2025.

He graduated with first class honours from University College London, University of London, United Kingdom with a Bachelor of Science (Engineering) in 1983 and obtained a Master of Science in Computing Science from Imperial College of Science and Technology, University of London, United Kingdom in 1984. He has received awards for exemplary services including the Darjah Gemilang Pangkuan Negeri (D.G.P.N) from the Yang di-Pertua Negeri Pulau Pinang in 2024. He was named the Executive of the Year-Technology by the Malaysia Management Excellence Awards which was hosted by the Asian Business Review Magazine in 2022 and also received the Outstanding Industry Captain Award from the Institution of Engineering and Technology (IET) Malaysia Network in 2023.

He has over 35 years of experience in the technology industry, spanning semiconductor, life sciences and electronics sectors when he was with Keysight (from 2014 to current) and its predecessor companies, Agilent Technologies Incorporated ("**Agilent**") (from 1999 to 2014) and before that, Hewlett Packard ("**HP**") (from 1985 to 1999). Keysight is principally involved in providing electronic design and test solutions that are used in the design, simulation, validation, manufacture, installation, optimisation and secure operation of electronics systems in the communications, networking and electronics industries, and is listed on the New York Stock Exchange.

His career began in 1985 at HP, where he rose through the ranks to become the Manufacturing Manager of the Wireless Semiconductor Division, his last position held at HP before the company spun off several of its business units including test and measurement, optics, chemical analysis, life sciences, electronic components, and medical equipment, to form Agilent in 1999.

At Agilent, he held various leadership roles, including the Senior Vice President and later the President of the Order Fulfilment and Supply Chain for the electronic measurement, life sciences and chemical analysis businesses. When Agilent's electronic measurement segment was spun off to form Keysight in 2014, he transitioned to Keysight, where he continued to hold senior management positions. Currently, he is the Senior Vice President and was previously President of Order Fulfilment and Digital Software Solutions at Keysight, where he oversees Keysight's design engineering and software test automation businesses, as well as order fulfilment, global procurement and materials, and information technology functions. He also previously served as President of Order Fulfilment and Infrastructure, and President of the Electronic Industrial Solutions Group.

He currently also sits on the board of Frencken Group Limited, a public company listed on Singapore Exchange Limited ("**SGX**").

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(v) Datuk Alexandra Chin @ Fui Lin, J.P.

Datuk Alexandra Chin @ Fui Lin, J.P., a Malaysian aged 64, is our Independent Non-Executive Director. She was appointed to our Board on 12 February 2025.

She was admitted as an associate member of the Association of Chartered Certified Accountants (“**ACCA**”) in 1986 and became a fellow member of the ACCA in 1991. She has been a member of the MIA since 1988 and a Fellow member of the Chartered Tax Institute of Malaysia since 1995. In 2009, she was appointed Justice of the Peace by the Yang di-Pertua Negeri Sabah and was conferred the award of Panglima Gemilang Darjah Kinabalu (P.G.D.K) by the Yang di-Pertua Negeri Sabah in 2014. She is also a member of the Institute of Corporate Directors Malaysia (“**ICDM**”) since 2019.

She began her career in 1981 as an audit assistant at Chin & Co., a chartered accounting firm in Sabah and rose through the ranks to become an audit manager and subsequently a partner in 1990. In 2005, she left Chin & Co. to set up her own practice, Messrs. Alexandra FL Chin, Chartered Accountants, where she is currently in practice as a chartered accountant. She has over 40 years of experience in accounting, taxation and audit.

She was the first Malaysian to serve as the global president of the ACCA from 2015 to 2016. Prior to that, she held the position of global deputy president of the ACCA from 2014 to 2015 and served as global vice president of the ACCA from 2013 to 2014.

She currently also serves on the board of directors of Suria Capital Holdings Berhad and Audience Analytics Limited, both of which are companies listed on Bursa Securities and SGX, respectively.

(vi) Norinne Ira Dewal Binti Md Ali

Norinne Ira Dewal Binti Md Ali, a Malaysian aged 47, is our Independent Non-Executive Director. She was appointed to our Board on 12 February 2025.

She graduated with a Bachelor of Laws (Hons) from University of Bristol, United Kingdom in 1999 and obtained a Master of Arts in International Business and Management from University of Westminster, United Kingdom in 2000. She was called to the Bar of England and Wales and is a member of Lincoln’s Inn, United Kingdom since 2001. Subsequently, she was admitted to the Malaysian Bar as an Advocate and Solicitor of the High Court of Malaya and has been a member of the Malaysian Bar since 2003. She is also a member of the ICDM since 2023.

She joined the legal profession in 2003 as a legal assistant at Messrs. Kadir, Andri & Partners and was promoted as partner in 2012 until her departure in 2021. She took a career break and subsequently joined Messrs. Sreesanthan & Co. in 2022 as a partner until 2023. She then left to join Wei Chien & Partners in 2024 where she remains a partner as at the LPD. She has over 20 years of experience in the legal profession specialising in areas of corporate and commercial law including mergers and acquisitions, capital markets and securities regulation. She has also advised on corporate governance and corporate advisory matters.

She currently sits on the boards of several companies as disclosed in Section 9.2.3 of this Prospectus.

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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				After our IPO			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(2)%	No. of Shares	(2)%
Dato' Seri Wong Siew Hai	-	-	-	-	454,600	(5)*	-	-
Dato' Fong Swee Kiang	430,630,251	30.9	69,405,442	(3)4.9	430,630,251	24.0	69,405,442	(3)3.8
Teh Chee Hak	430,630,247	30.9	69,492,779	(4)4.9	430,630,247	24.0	69,492,779	(4)3.8
Dato' Seri Gooi Soon Chai	-	-	-	-	369,300	(5)*	-	-
Datuk Alexandra Chin @ Fui Lin, J.P.	-	-	-	-	369,300	(5)*	-	-
Norinne Ira Dewal Binti Md Ali	-	-	-	-	369,300	(5)*	-	-

Notes:

* *Negligible*

(1) *Based on 1,396,000,000 issued Shares after the Subdivision.*

(2) *Based on the enlarged issued Shares upon our Listing of 1,796,000,000 Shares.*

(3) *Deemed interested by virtue of his shareholdings in SKC Team 1 and SKC Team 3 pursuant to Section 8 of the Act.*

(4) *Deemed interested by virtue of his shareholdings in SKC Team and SKC Team 3 pursuant to Section 8 of the Act.*

(5) *Assuming our non-Executive Directors fully subscribe for their respective entitlements under the Pink Form Allocations.*

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9.2.3 Principal directorship and principal business activities of our Directors outside our Group in the past five years

The directorships of our Directors outside of our Group as at the LPD (“**Present Directorships**”) and in the past five years preceding the LPD (“**Past Directorships**”), as well as their involvement in principal business activities outside our Group as at the LPD are as follows:

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
Dato' Seri Wong Siew Hai		
Present Directorships and other involvement in principal business activities outside our Group		
• Darling Burger Sdn Bhd	• Franchise restaurant	• Director (<i>Appointed on 29 April 2014</i>) and substantial shareholder (direct)
• MD Star Corporation Sdn Bhd	• Fast food operator	• Substantial shareholder (direct)
• Mestron Holdings Berhad (<i>listed on the Main Market of Bursa Securities</i>)	• Investment holding with its subsidiaries principally involved in manufacturing of steel poles, trading of outdoor lighting products and solar products and renewable energy	• Shareholder (direct)
• Nationgate Holdings Berhad (<i>listed on the Main Market of Bursa Securities</i>)	• Investment holding with its subsidiaries principally involved in providing electronic manufacturing services for the assembly and testing of electronic components and products, and semiconductor devices	• Director (<i>Appointed on 18 May 2021</i>) and shareholder (direct and indirect)
• Penang Tech Centre	• To promote innovation, discovery and inspiration in science and technology, to set up a technological centre and to encourage the next generation to develop skills and interest in science and technology and nurture young scientific entrepreneurs	• Director (<i>Appointed on 26 May 2011</i>)
• Silterra Malaysia Sdn Bhd	• Manufacturing of semiconductor wafers, sale of semiconductor-related tools, provision of semiconductor-related training and consulting services	• Director (<i>Appointed on 29 July 2021</i>)
• Wonder Team Sdn Bhd	• Operating an oil palm plantation	• Director (<i>Appointed on 6 September 1995</i>) and substantial shareholder (indirect)

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
<ul style="list-style-type: none"> Wong Jee Sdn Bhd 	<ul style="list-style-type: none"> Investment holding company with investments in an oil palm plantation 	<ul style="list-style-type: none"> Director (<i>Appointed on 3 March 1980</i>) and substantial shareholder (direct)
Past Directorships		
<ul style="list-style-type: none"> Dnex Semiconductor Sdn Bhd 	<ul style="list-style-type: none"> Investment holding company of Silterra Malaysia Sdn Bhd 	<ul style="list-style-type: none"> Director (<i>Appointed on 21 June 2021 and resigned on 15 September 2022</i>)
<ul style="list-style-type: none"> Greatech Technology Berhad (<i>listed on the Main Market of Bursa Securities</i>) 	<ul style="list-style-type: none"> Investment holding with its subsidiaries principally involved in providing automation solutions for the design, development and production of system, machinery and equipment for manufacturing processes 	<ul style="list-style-type: none"> Director (<i>Appointed on 8 May 2020 and resigned on 28 May 2025</i>) and shareholder (indirect)
<ul style="list-style-type: none"> E&E Catalyst Sdn Bhd 	<ul style="list-style-type: none"> To engage in high-growth and high technology start-up companies within the E&E industry 	<ul style="list-style-type: none"> Director (<i>Appointed on 24 April 2013 and resigned on 1 July 2021</i>)
<ul style="list-style-type: none"> Malaysia Venture Capital Management Berhad 	<ul style="list-style-type: none"> To establish, administer and manage venture capital for information and communications technology ("ICT"), and venture funds other than for ICT, to carry out activities related to venture capital management 	<ul style="list-style-type: none"> Director (<i>Appointed on 1 October 2019 and resigned on 29 July 2024</i>)
<ul style="list-style-type: none"> MD United Sdn Bhd 	<ul style="list-style-type: none"> Provision of management services 	<ul style="list-style-type: none"> Director (<i>Appointed on 21 June 2011 and resigned on 23 November 2024</i>) and substantial shareholder (direct)
<ul style="list-style-type: none"> MTT Shipping and Logistics Berhad 	<ul style="list-style-type: none"> Transport of freight overseas and coastal waters and activities of holding companies – shipping & logistics 	<ul style="list-style-type: none"> Director (<i>Appointed on 6 November 2019 and resigned on 8 July 2025</i>)
<ul style="list-style-type: none"> Penang Science Cluster 	<ul style="list-style-type: none"> To set up a technological centre that provides education and learning so as to provide qualified and professional human talent especially in Penang and Malaysia in general 	<ul style="list-style-type: none"> Director (<i>Appointed on 4 April 2013 and resigned on 8 November 2023</i>)

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

Name of company/entity	Principal activities	Involvement in business activities
<ul style="list-style-type: none"> SAM Engineering & Equipment (M) Berhad <i>(listed on the Main Market of Bursa Securities)</i> 	<ul style="list-style-type: none"> Investment holdings with subsidiaries principally involved in the design and assembly of modular or complete machine equipment, manufacture and assembly of aircraft components and other related equipment, parts, spares and precision engineering parts, design, development and manufacture of trim and form dies and suspension tooling for hard disk drive parts, fabrication of precision tools, and machinery parts 	<ul style="list-style-type: none"> Director <i>(Appointed on 4 June 2007 and resigned on 23 August 2022)</i>
<ul style="list-style-type: none"> TT Vision Holdings Berhad <i>(listed on the ACE Market of Bursa Securities)</i> 	<ul style="list-style-type: none"> Investment holding with its subsidiaries principally involved in the development and manufacturing of machine vision equipment and provision of related products and services 	<ul style="list-style-type: none"> Director <i>(Appointed on 1 June 2022 and resigned on 30 November 2023)</i>

Dato' Fong Swee Kiang

Present Directorships and other involvement in principal business activities outside our Group

<ul style="list-style-type: none"> IC Works <i>(winding-up)</i> 	<ul style="list-style-type: none"> Research and development on engineering and technology; other management consultancy activities N.E.C. ⁽¹⁾; other business support service activities N.E.C. ⁽¹⁾ 	<ul style="list-style-type: none"> Director <i>(Appointed on 17 September 2020)</i> and substantial shareholder (direct)
<ul style="list-style-type: none"> MetroVest LLC <i>(formerly known as SkyeChip LLC)</i> 	<ul style="list-style-type: none"> Dormant⁽²⁾ 	<ul style="list-style-type: none"> Substantial shareholder (direct)
<ul style="list-style-type: none"> Penang STEM Sdn Bhd 	<ul style="list-style-type: none"> The principal activity of the company is to be a central command focused on establishing Penang as a centre of excellence for science and technology and to organise and structure the promotion and dissemination of knowledge relating to science and technology throughout Penang 	<ul style="list-style-type: none"> Director <i>(Appointed on 2 December 2023)</i>
<ul style="list-style-type: none"> SKC Team 	<ul style="list-style-type: none"> Activities of holding companies 	<ul style="list-style-type: none"> Director <i>(Appointed on 5 January 2024)</i> and substantial shareholder (direct)
<ul style="list-style-type: none"> SKC Team 1 	<ul style="list-style-type: none"> Activities of holding companies 	<ul style="list-style-type: none"> Director <i>(Appointed on 15 September 2023)</i> and substantial shareholder (direct)

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
<ul style="list-style-type: none"> SKC Team 2 	<ul style="list-style-type: none"> Activities of holding companies 	<ul style="list-style-type: none"> Director (<i>Appointed on 2 December 2023</i>)
<ul style="list-style-type: none"> SKC Team 3 	<ul style="list-style-type: none"> Activities of holding companies 	<ul style="list-style-type: none"> Director (<i>Appointed on 2 August 2024</i>) and substantial shareholder (direct)
<ul style="list-style-type: none"> TKumbar Land Sdn Bhd 	<ul style="list-style-type: none"> Activities of holding companies; real estate activities with own or leased property N.E.C. ⁽¹⁾ 	<ul style="list-style-type: none"> Substantial shareholder (direct)
Past Directorships		
<ul style="list-style-type: none"> Gross Frontier Sdn Bhd 	<ul style="list-style-type: none"> Stores specialised in retail sale of pharmaceuticals, medical and orthopedic goods; Retail sale of tea, coffee, soft drinks, mineral water, other beverage; Engaged as an investment holding company 	<ul style="list-style-type: none"> Director (<i>Appointed on 22 December 1995 and resigned on 13 October 2021</i>) and substantial shareholder (direct)
<ul style="list-style-type: none"> Xinpal Semi Sdn Bhd (<i>formerly known as PTOne Sdn Bhd</i>) 	<ul style="list-style-type: none"> Provision of semiconductor intellectual property and integrated circuit and software design and development, integrated circuit manufacturing and engineering consultation, training and services 	<ul style="list-style-type: none"> Director (<i>Appointed on 10 August 2023 and resigned on 26 November 2024</i>)
Teh Chee Hak		
Present Directorships and other involvement in principal business activities outside our Group		
<ul style="list-style-type: none"> IC Works (<i>winding-up</i>) 	<ul style="list-style-type: none"> Research and development on engineering and technology; other management consultancy activities N.E.C.⁽¹⁾; other business support service activities N.E.C.⁽¹⁾ 	<ul style="list-style-type: none"> Director (<i>Appointed on 18 November 2020</i>) and substantial shareholder (direct)
<ul style="list-style-type: none"> MetroVest LLC (<i>formerly known as SkyeChip LLC</i>) 	<ul style="list-style-type: none"> Dormant⁽²⁾ 	<ul style="list-style-type: none"> Substantial shareholder (direct)
<ul style="list-style-type: none"> SKC Team 	<ul style="list-style-type: none"> Activities of holding companies 	<ul style="list-style-type: none"> Director (<i>Appointed on 5 January 2024</i>) and substantial shareholder (direct)
<ul style="list-style-type: none"> SKC Team 1 	<ul style="list-style-type: none"> Activities of holding companies 	<ul style="list-style-type: none"> Director (<i>Appointed on 15 September 2023</i>) and substantial shareholder (direct)

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
<ul style="list-style-type: none"> ● SKC Team 2 ● SKC Team 3 	<ul style="list-style-type: none"> ● Activities of holding companies ● Activities of holding companies 	<ul style="list-style-type: none"> ● Director (<i>Appointed on 2 December 2023</i>) ● Director (<i>Appointed on 2 August 2024</i>) and substantial shareholder (direct)
Past Directorships		
<ul style="list-style-type: none"> ● Xinpal Semi Sdn Bhd (<i>formerly known as PTOne Sdn Bhd</i>) 	<ul style="list-style-type: none"> ● Provision of semiconductor intellectual property and integrated circuit and software design and development, integrated circuit manufacturing and engineering consultation, training and services 	<ul style="list-style-type: none"> ● Director (<i>Appointed on 10 August 2023 and resigned on 26 November 2024</i>)
Dato' Seri Gooi Soon Chai		
<ul style="list-style-type: none"> ● Cayman Resources Sdn Bhd ● Frencken Group Limited (<i>listed on SGX</i>) 	<ul style="list-style-type: none"> ● Equities investment ● Investment holding with its subsidiaries principally involved in providing design and manufacturing solutions for analytical and life sciences, automotive, healthcare, industrial and semiconductor industries through its mechatronics (including manufacturing and assembling of precision mechanical parts, sheet metal and prototyping; provision of precision machining and engineering services; designing, engineering and manufacturing of mechatronic modules, products and systems) and integrated manufacturing services (including manufacturing of mould and die, plastic products and components assembly, injection moulding, designing and trading of micro-mechanical product components for the automotive industry) segments, management services and investment property holding 	<ul style="list-style-type: none"> ● Director (<i>Appointed on 1 July 2016</i>) and shareholder (direct) ● Director (<i>Appointed on 10 February 2015</i>) and shareholder (direct) and substantial shareholder (indirect)
<ul style="list-style-type: none"> ● Keysight Technologies Malaysia Sdn Bhd (<i>subsidiary of Keysight Technologies Incorporated</i>) 	<ul style="list-style-type: none"> ● Provision of strategic service for its principal manufacturing; operates as an internal contract manufacturer with raw material supplied on a consignment basis in return for contract manufacturing service fees 	<ul style="list-style-type: none"> ● Director (<i>Appointed on 29 May 2020</i>)

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
<ul style="list-style-type: none"> Keysight Technologies Sales (Malaysia) Sdn Bhd (<i>subsidiary of Keysight Technologies Incorporated</i>) 	<ul style="list-style-type: none"> Wholesale of other machinery for use in industry, trade and navigation and other services, N.E.C.⁽¹⁾ 	<ul style="list-style-type: none"> Director (<i>Appointed on 29 May 2020</i>)
<ul style="list-style-type: none"> Keysight Technologies Singapore (Sales) Pte Ltd (<i>subsidiary of Keysight Technologies Incorporated</i>) 	<ul style="list-style-type: none"> Manufacture and repair of engineering and scientific instruments, and research and experimental development on electronics (excluding medical science) 	<ul style="list-style-type: none"> Director (<i>Appointed on 7 January 2014</i>)
<ul style="list-style-type: none"> Metroland Sdn Bhd 	<ul style="list-style-type: none"> Real property investment 	<ul style="list-style-type: none"> Director (<i>Appointed on 26 April 1985</i>) and substantial shareholder (direct)
<ul style="list-style-type: none"> Micro Compact (M) Sdn Bhd (<i>winding-up</i>) 	<ul style="list-style-type: none"> Investment holding⁽³⁾ 	<ul style="list-style-type: none"> Director (<i>Appointed on 1 July 2016</i>)
<ul style="list-style-type: none"> MYWave Sdn Bhd 	<ul style="list-style-type: none"> Activities of providing infrastructure for hosting, data processing services and related activities; other education N.E.C.⁽¹⁾; other management consultancy activities N.E.C.⁽¹⁾ 	<ul style="list-style-type: none"> Substantial shareholder (direct)
<ul style="list-style-type: none"> Penchem Industries Sdn Bhd (<i>subsidiary of Frencken Group Limited</i>) 	<ul style="list-style-type: none"> Producing, testing and trading performance adhesives, thermal management products and all other type of chemicals for commercial and industrial use 	<ul style="list-style-type: none"> Director (<i>Appointed on 30 August 2022</i>)
<ul style="list-style-type: none"> Penchem Technologies Sdn Bhd (<i>subsidiary of Frencken Group Limited</i>) 	<ul style="list-style-type: none"> Producing high performance adhesive products and thermal management products 	<ul style="list-style-type: none"> Director (<i>Appointed on 30 August 2022</i>)
<ul style="list-style-type: none"> Pensyn Sdn Bhd (<i>winding-up</i>) 	<ul style="list-style-type: none"> Investment holding⁽³⁾ 	<ul style="list-style-type: none"> Director (<i>Appointed on 1 March 2005</i>) and substantial shareholder (direct)
<ul style="list-style-type: none"> Precico Holdings Sdn Bhd 	<ul style="list-style-type: none"> Equities investment with investment in Frencken Group Limited 	<ul style="list-style-type: none"> Director (<i>Appointed on 1 July 2016</i>) and shareholder (direct)
<ul style="list-style-type: none"> Prime Logic (M) Sdn Bhd 	<ul style="list-style-type: none"> Equities investment with investment in Frencken Group Limited 	<ul style="list-style-type: none"> Director (<i>Appointed on 1 July 2016</i>) and substantial shareholder (direct)
<ul style="list-style-type: none"> Sinn Hin Company Sdn Bhd 	<ul style="list-style-type: none"> Equities and real property investment 	<ul style="list-style-type: none"> Director (<i>Appointed on 16 May 2005</i>) and substantial shareholder (direct)

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
Datuk Alexandra Chin @ Fui Lin, J.P.		
<ul style="list-style-type: none"> • Audience Analytics Limited (<i>listed on SGX</i>) 	<ul style="list-style-type: none"> • Investment holding with its subsidiaries principally involved in organising business awards and exhibitions 	<ul style="list-style-type: none"> • Director (<i>Appointed on 28 June 2021</i>)
<ul style="list-style-type: none"> • Golden Million Alliance Sdn Bhd 	<ul style="list-style-type: none"> • Retail of toys, clothes, shoes, watches, sporting goods and accessories 	<ul style="list-style-type: none"> • Director (<i>Appointed on 23 January 2017</i>) and substantial shareholder (direct)
<ul style="list-style-type: none"> • Suria Capital Holdings Berhad (<i>listed on the Main Market of Bursa Securities</i>) 	<ul style="list-style-type: none"> • Investment holding, property development and leasing with its subsidiaries principally involved in the provision and maintenance of port services and facilities and the regulation and control of the management of ports; construction contractor; provision of project management and technical support services and ferry terminal operation; provision of bunkering and related services; distribution of port cargo handling equipment and related spare parts 	<ul style="list-style-type: none"> • Director (<i>Appointed on 1 February 2022</i>)
<ul style="list-style-type: none"> • Teraland Sdn Bhd 	<ul style="list-style-type: none"> • Property investment holdings 	<ul style="list-style-type: none"> • Director (<i>Appointed on 2 January 2015</i>) and substantial shareholder (indirect)
Norinne Ira Dewal Binti Md Ali		
Present Directorships and other involvement in principal business activities outside our Group		
<ul style="list-style-type: none"> • AIIAMAN Asset Management Sdn Bhd 	<ul style="list-style-type: none"> • Islamic fund management activities; and dealing in securities restricted to unit trust 	<ul style="list-style-type: none"> • Director (<i>Appointed on 29 July 2022</i>)
<ul style="list-style-type: none"> • Apex Healthcare Berhad (<i>listed on the Main Market of Bursa Securities</i>) 	<ul style="list-style-type: none"> • Investment holding with investments in manufacturing, marketing, distribution and wholesaling of pharmaceutical and healthcare products. 	<ul style="list-style-type: none"> • Shareholder (direct)
<ul style="list-style-type: none"> • Ascent Spirit Limited 	<ul style="list-style-type: none"> • Investment holding with investments in management of property investments 	<ul style="list-style-type: none"> • Director (<i>Appointed on 14 August 2020</i>) and substantial shareholder (direct)
<ul style="list-style-type: none"> • Bintang Capital Partners Berhad 	<ul style="list-style-type: none"> • Private equity management corporation 	<ul style="list-style-type: none"> • Director (<i>Appointed on 1 September 2022</i>)

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
<ul style="list-style-type: none"> Rebel Gurl Holdings Pte Ltd 	<ul style="list-style-type: none"> Investment holding with investment in food franchise business 	<ul style="list-style-type: none"> Shareholder (direct)
<ul style="list-style-type: none"> Star Media Group Berhad <i>(listed on the Main Market of Bursa Securities)</i> 	<ul style="list-style-type: none"> Publication, printing, distribution of newspapers and magazines, digital content services and managers, promoters and organisers of events and investment in real properties 	<ul style="list-style-type: none"> Shareholder (direct)
<ul style="list-style-type: none"> The Alice Smith Schools Association 	<ul style="list-style-type: none"> Provision of a British education in an international context 	<ul style="list-style-type: none"> Governor and Director <i>(Appointed on 9 November 2022)</i>
Past Directorships		
<ul style="list-style-type: none"> Dewal Dan Keluarga Sdn Bhd 	<ul style="list-style-type: none"> Real estate activities with own or leased property N.E.C⁽¹⁾ 	<ul style="list-style-type: none"> Director <i>(Appointed on 16 June 1997 and resigned on 15 August 2025)</i> and substantial shareholder (direct)
<ul style="list-style-type: none"> Octorian Venture Berhad 	<ul style="list-style-type: none"> Investment holding with investments in stock share and bond brokers with equity investment in non-bank lenders in Malaysia 	<ul style="list-style-type: none"> Director <i>(Appointed on 11 January 2022 and resigned on 9 August 2022)</i>
<ul style="list-style-type: none"> Tortoise Works Sdn Bhd 	<ul style="list-style-type: none"> Business management and consultancy services 	<ul style="list-style-type: none"> Director <i>(Appointed on 18 December 2018 and resigned on 18 December 2021)</i>
<ul style="list-style-type: none"> Wistaria Management Limited 	<ul style="list-style-type: none"> Investment holding with investments in management of property investments 	<ul style="list-style-type: none"> Director <i>(Appointed on 23 August 2018 and resigned on 29 July 2022)</i>

Notes:

- (1) *The expression "N.E.C" utilised herein shall have the meaning "not elsewhere classified".*
- (2) *This company, which was initially incorporated by our Promoters in anticipation of our Group's potential business presence in the USA, was intended for preparatory purposes to provide our Group with a readily available entity to liaise with customers in the USA should the need arise. This company has remained dormant since its incorporation.*
- (3) *There are no current investment plans for this company.*

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

The involvement of our Directors in those business activities outside our Group will not affect their commitment and responsibilities to our Group in their respective roles as our Directors as:

- (i) Dato' Fong Swee Kiang and Teh Chee Hak are of the view that their involvement in other principal business activities outside of the Group will not affect their commitment and responsibilities to our Group. Their involvement in other businesses or corporations do not preclude them from allocating or committing their time and effort to our Group as they are not involved in the management and day-to-day operations of these businesses other than attending meetings of the boards of directors on which they serve;
- (ii) Dato' Seri Gooi Soon Chai, Norinne Ira Dewal Binti Md Ali and Datuk Alexandra Chin @ Fui Lin, J.P. are of the view that although they are involved in other businesses as set out above, they are able to devote sufficient time and attention to the affairs of our Group to carry out their duty as Independent Non-Executive Director and they are not involved in the day-to-day operations of our Group; and
- (iii) Dato' Seri Wong Siew Hai is of the view that his involvement in other businesses or corporations does not preclude him from allocating or committing his time and effort to our Group as he is able to devote sufficient time and attention to the affairs of our Group to carry out his duty as Independent Non-Executive Chairman. He is not involved in the day-to-day operations of our Group and of the other businesses or corporations, other than attending meetings of the boards of directors on which he serves.

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

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 FYEs 31 March 2025 and 31 March 2026 are as follows:

FYE 31 March 2025	Salary	Director's Fees	Bonus	EPF and Social Security Organisation	Allowances	Benefits-in-kind	Incentives⁽¹⁾	Total
	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)
Executive Directors								
Dato' Fong Swee Kiang	1,170	-	-	224	4	-	-	1,398
Teh Chee Hak	1,272	-	-	304	4	-	320	1,900
Non-Executive Directors								
Dato' Seri Wong Siew Hai	-	5	-	-	2	-	-	7
Dato' Seri Gooi Soon Chai	-	4	-	-	2	-	-	6
Datuk Alexandra Chin @ Fui Lin, J.P.	-	4	-	-	2	-	-	6
Norinne Ira Dewal Binti Md Ali	-	4	-	-	2	-	-	6

Note:

(1) *Includes R&D incentives (a fixed monthly salary component paid to eligible technical personnel engaged in research and development activities) and patent awards (a one-off payment granted upon patent filings).*

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

FYE 31 March 2026 (Proposed to be paid)	Salary	Director's Fees	Bonus	EPF and Social Security Organisation	Allowances	Benefits-in-kind	Incentives ⁽¹⁾	Total
	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)
Executive Directors								
Dato' Fong Swee Kiang	817	-	-	157	4	-	-	978
Teh Chee Hak	843	-	-	178	4	-	82	1,107
Non-Executive Directors								
Dato' Seri Wong Siew Hai	-	48	-	-	4	-	-	52
Dato' Seri Gooi Soon Chai	-	30	-	-	6	-	-	36
Datuk Alexandra Chin @ Fui Lin, J.P.	-	30	-	-	6	-	-	36
Norinne Ira Dewal Binti Md Ali	-	30	-	-	6	-	-	36

Note:

(1) *Includes R&D incentives (a fixed monthly salary component paid to eligible technical personnel engaged in research and development activities) and patent awards (a one-off payment granted upon patent filings).*

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 PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS, KEY SENIOR MANAGEMENT AND KEY TECHNICAL PERSONNEL *(Cont'd)*

9.2.6 Audit and Risk Management Committee

Our Audit and Risk Management Committee was established by our Board on 14 April 2025. Our Audit and Risk Management Committee currently comprises the following members:

Name	Designation	Directorship
Datuk Alexandra Chin @ Fui Lin, J.P.	Chairman	Independent Non-Executive Director
Dato' Seri Gooi Soon Chai	Member	Independent Non-Executive Director
Norinne Ira Dewal Binti Md Ali	Member	Independent Non-Executive Director

Our Audit and Risk Management 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 the 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.

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

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;
- (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 and Risk Management 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 the management on deficiencies in controls or procedures that are identified in relation to 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 out-sourced 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;

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

- (f) direct and, where appropriate, supervise any special projects or investigations to be carried out by internal auditors as and when necessary, and review investigation reports on any major defalcations, frauds and thefts and our 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.

(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 our 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 our 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 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 our management's responses with our management, external auditors, internal auditors and other consultants (if applicable);

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

- (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 and Risk Management Committee; and
- (e) review and approve policies and procedures on anti-corruption; and
- (f) review the effectiveness of anti-corruption measures taken.

(v) Compliance and Others

- (a) review procedures in place to ensure effectiveness of the 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 and Risk Management 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 of our Company for the relevant financial year and report the same to our Board;
- (c) review any related party transaction and conflict of interest (or potential conflict of interest, if any) situation that may arise within our Company or our Group including any transaction, procedure or course of conduct that raises questions of our management's integrity, and the measures taken to resolve, eliminate, or mitigate such conflicts 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;
- (d) review and report to our Board any related party transactions entered into by our Group including the review and monitoring of recurrent related party transactions to ensure that:
 - all transactions are fair, reasonable and undertaken on our Group's normal commercial terms;
 - internal control procedures with regards to such transactions are sufficient and have been complied with; and
 - compliance with the relevant provisions of the Listing Requirements;
- (e) direct and supervise, as appropriate, any necessary investigations and review all reports on any major irregularities;
- (f) review and assess our Audit and Risk Management Committee's terms of reference as conditions dictate;

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

- (g) perform any other work that is required or empowered to do by statutory legislation or guidelines as prepared by the relevant government authorities;
- (h) undertake any other responsibilities as authorised by our Board; and
- (i) 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.

(vi) Risk Management Framework

- (a) review the enterprise risk management framework document, which outlines 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; and
- (b) where applicable, facilitate the appointment of a dedicated Key Senior Management personnel to coordinate the enterprise risk management activities within our Group.

(vii) Anti-Bribery, Anti-Corruption 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;
- (b) 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 and Risk Management Committee;
- (c) review and approve policies and procedures on anti-corruption; and
- (d) review the effectiveness of anti-corruption measures taken.

(viii) 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;

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

- (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;
- (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;
- (f) review, together with other Board committees, our management, internal auditors and external auditors, any significant risks and exposures that exist and assess the steps that our management has taken to minimise such risks to our Group;
- (g) promote a healthy Group wide risk culture; and
- (h) consider and examine such other matters as our Audit and Risk Management Committee considers appropriate.

(ix) Strategic planning

- (a) review and provide guidance to our Group's strategic plan as proposed by our management vis-à-vis our Group's enterprise risk management;
- (b) review business continuity management including emergency plans and crisis readiness. Review incidents within our Audit and Risk Management Committee's scope and assess the remedial actions; and
- (c) review and recommend the statement on risk management and internal control.

9.2.7 Nomination Committee

Our Nomination Committee was established by our Board on 14 April 2025. Our Nomination Committee currently comprises the following members:

Name	Designation	Directorship
Norinne Ira Dewal Binti Md Ali	Chairman	Independent Non-Executive Director
Dato' Seri Gooi Soon Chai	Member	Independent Non-Executive Director
Datuk Alexandra Chin @ Fui Lin, J.P.	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 to ensure a diverse range of qualified candidates are considered for appointment;

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

- (b) establish and review our Group's fit and proper policy with regards to the appointment and re-appointment of directors of our Group with policy to address Board quality and integrity;
 - (c) 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;
 - (d) 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;
 - (e) 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;
 - (f) ensure proper documentation of all assessments and evaluations to be carried out;
 - (g) 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 our Board committee members, including chairmen of our Board committees;
 - (h) assess on a periodic basis the independence of independent non-Executive Directors and that the directors and officers of our Group meet the identified independence criteria and are not disqualified under the relevant regulations;
 - (i) periodically review the term of office, and terms of reference of all our Board committees, assisted by our Company Secretary.
- (ii) Appointment(s)**
- (a) consider and recommend to our Board the selection criteria for new appointments as Directors of our Group taking into consideration our Group's fit and proper policy which may include:

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

- required skills, expertise, knowledge as well as competence and experience;
 - time commitment, character and integrity (probity, financial integrity and personal integrity) professionalism and personal integrity;
 - ability to work cohesively with other members of our Board;
 - specialist knowledge or technical skills in line with our Group's strategy;
 - diversity in age, gender, skills, experience, cultural background and other factor(s) that will best qualify a nominee to serve on our Board;
 - number of directorships in companies outside our Group; and
 - ability to discharge such responsibilities / functions as expected, particularly for the Independent Non-Executive Directors;
- (b) consider the need to appoint a senior Independent Non-Executive Director, and if deemed appropriate, recommend to our Board for approval. In considering the candidate for the position of a senior Independent Non-Executive Director, our Nomination Committee shall assess the required knowledge and other qualities necessary for the effective discharge of his/her responsibilities;
- (c) identify, consider and recommend suitable persons who are fit and proper for appointment as directors of our Group and members of our Board committees and also Key Senior Management positions relying on sources from our existing Board members, management, major shareholders, independent search firms and other independent sources;
- (d) disclose in our Company's annual report our Company's policy on gender diversity for our Board and Key Senior Management, how candidates for non-Executive Director-level positions were sourced including whether such candidates were recommended by our existing Board members, management, major shareholders or independent sources, and if the selection of candidates was solely based on recommendations made by our existing Board members, management or major shareholders, our Nomination Committee should explain why other sources were not used;
- (e) in the case of Chief Financial Officer position, our Nomination Committee shall interview the candidate(s) as part of the review process. Our Nomination Committee reserves the right to interview any pivotal position candidate recommended by our Chief Executive Officer; and
- (f) ensure that there is a formal, rigorous and transparent process for the appointment of directors (including reappointments) and Key Senior Management. The candidate selection process should be guided by clear criteria as required under the Listing Requirements and the MCGG.

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

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

- (a) ensure that every Director, including our Executive Directors, shall be subject to retirement at least once every 3 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;
- (b) recommend to our Board, candidates for re-election of Directors by shareholders, contingent on satisfactory evaluation of our Directors based on our Company's fit and proper policy, and taking into consideration the current composition and the tenure of each Director of our Board. The tenure of an Independent Non-Executive Director shall not exceed beyond a cumulative or consecutive term limit of 9 years;
- (c) recommend to our Board any removal of a Director from our Board in the event that the Director is ineffective, errant and negligent in discharging his/her responsibilities; and
- (d) deliberate and recommend any termination of membership of any Director (if necessary) due to appropriate reasons in accordance with the relevant laws and regulations.

(iv) Succession Planning

- (a) our 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 our Chief Executive Officer and key pivotal positions. Our Nomination Committee shall be appraised of the progress of the programme on a regular basis, and at least once a year; and
- (b) oversee succession planning for our 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 Directors. 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 of our Company;
- (b) recommend to our Board, the terms of employment and key performance indicators of Executive Director(s), and assess the performance of our Executive Director(s) against these key performance indicators;
- (c) develop, maintain and review the criteria for evaluating our Board's, and our Board committees' and each individual Director's performance;
- (d) conduct a Board evaluation which is periodically facilitated by professional, experienced and independent parties;

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

- (e) ensure that appropriate actions are taken based on the results of the annual assessments, to continuously enhance our Board's overall performance and identify opportunities for improvement; and
- (f) assess annually the term of office and performance of our Audit and Risk Management Committee and each of its members to determine whether such Audit and Risk Management Committee members have carried out their duties in accordance with its terms of references.

(vi) Training and Development

- (a) require our Directors to attend training courses, where necessary;
- (b) arrange, with our 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; and
- (c) ensure a statement is made by our Board in the annual report of our Company, containing a brief description on the type of training attended by our Directors during the financial year.

9.2.8 Remuneration Committee

Our Remuneration Committee was established by our Board on 14 April 2025. Our Remuneration Committee currently comprises the following members:

Name	Designation	Directorship
Dato' Seri Gooi Soon Chai	Chairman	Independent Non-Executive Director
Datuk Alexandra Chin @ Fui Lin, J.P.	Member	Independent Non-Executive Director
Norinne Ira Dewal Binti Md Ali	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, our Executive Directors and Key Senior Management, which should be disclosed on our Company's website and in our Company's annual report where necessary. Independent professional advice may be obtained in determining the remuneration framework;
- (b) recommend to our Board, proposal on our 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 our non-Executive Directors for recommendation to the shareholders of our Company for approval;

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

- (d) assist our Board in discharging its responsibilities to, among others, compensation strategy, management development and other compensation arrangements; and
- (e) assist our Board in developing and administrating fair and transparent procedures for setting the policy on remuneration of our Directors and Key Senior Management.

9.3 KEY SENIOR MANAGEMENT

Our Key Senior Management is responsible for the day-to-day management and operations of our Group. Our Key Senior Management as at the LPD are as follows:

Name	Age	Designation
Dato' Fong Swee Kiang	63	Non-Independent Executive Director and Chief Executive Officer
Teh Chee Hak	48	Non-Independent Executive Director and Chief Technology Officer
Chong Lai Hock	59	Chief Operating Officer
Chin Eng Fook	64	Chief Information Officer
Lim Soon Chieh	47	Senior Engineering Director for Interface IP
Galvin Wong	32	Finance Director ⁽¹⁾

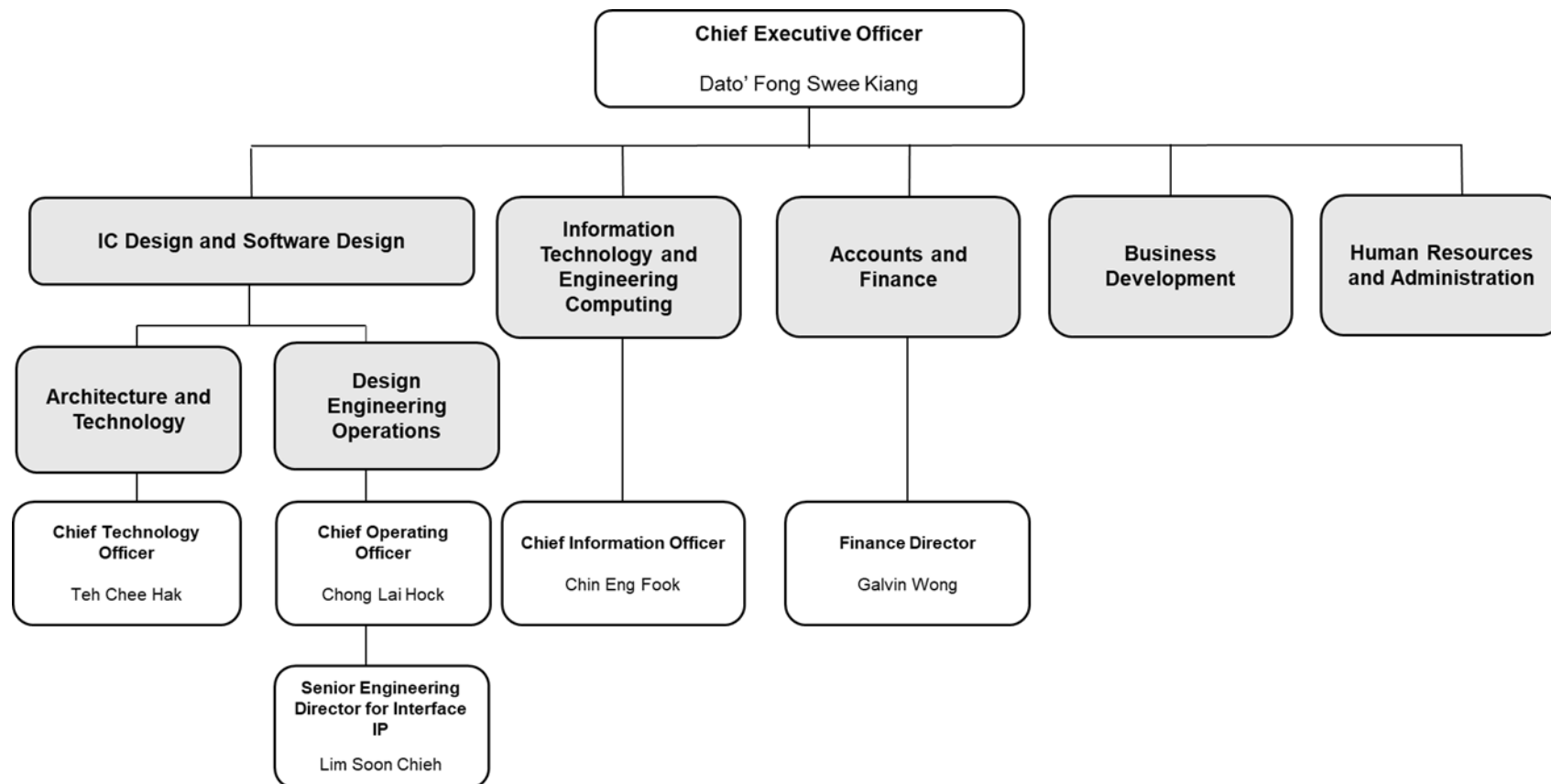
Note:

(1) *Appointed as Finance Director subsequent to the LPD.*

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

9.3.1 Management reporting structure

Our management reporting structure is as follows:



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

9.3.2 Profiles of our Key Senior Management

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

(i) Chong Lai Hock

Chong Lai Hock, a Malaysian aged 59, is our Chief Operating Officer. He has over 30 years of experience in the semiconductor industry.

He graduated with a Degree of Bachelor of Engineering (Electrical) from Universiti Malaya with first class honours in 1991.

He began his career as an engineer at Intel in 1991, where he was responsible for product development and failure analysis. In 1995, he left Intel to join Intel Microelectronics as a project leader. Over the next few years, he served in various engineering and leadership roles, including u-Architect and Design Engineering Manager before advancing to the position of Director of System-on-Chip Engineering, where he oversaw the end-to-end development of central processing units, chipsets and SoC silicon, while also leading product development efforts.

Upon leaving Intel Microelectronics in 2012, he joined Altera Malaysia as Senior Director of Design Engineering, where he was responsible for directing the FPGA silicon development while managing a team of engineers, until 2016.

Following the Intel's Acquisition, he rejoined Intel Microelectronics in 2016 as Senior Director of Programmable Hardware Engineering (Penang), Programmable Solutions Group. He managed a team of over 800 people, overseeing the R&D operations for the company's Programmable Solutions Engineering Division in Penang. Subsequently, he advanced to the position of Senior Director of Custom FPGA Engineering, where he led a team of more than 300 engineers which are responsible for end-to-end FPGA silicon development.

In 2024, he left Intel Microelectronics and joined our Group. As our Chief Operating Officer, he is responsible for our Group's engineering and global operations, driving operational excellence and business growth within our Group by overseeing IC and IP development and ensuring alignment with our Group's strategic objectives.

For his involvement in other principal business activities outside our Group, see Section 9.3.4 of this Prospectus.

(ii) Chin Eng Fook

Chin Eng Fook, a Malaysian aged 64, is our Chief Information Officer. He has over 35 years of experience in the semiconductor industry.

He graduated with a Bachelor of Applied Science in Electronics Science and Technology from Universiti Sains Malaysia with first class honours in 1985.

He began his career at Intel in 1985 as a product engineer, where he worked until 1995. He was responsible for testing product performance and yield for microprocessors and peripheral products, supporting product development and the transfer of test development capabilities across locations.

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

In 1995, he joined Intel Microelectronics and prior to his departure in 2011, he held several positions including Design Automation/Engineering Computing Manager and System Software Manager. He oversaw design automation, engineering computing and system software engineering.

In 2012, he joined Altera Malaysia as a software manager where he was responsible for software engineering and managing a software development team until his retirement in 2018.

In 2020, upon invitation by our Non-Independent Executive Director and Chief Executive Officer, Dato' Fong Swee Kiang, he rejoined the workforce as a principal engineer at IC Works, focusing on engineering computing, before joining our Group in 2024.

As our Chief Information Officer, he oversees our Group's servers, systems and network infrastructure, while implementing comprehensive data security strategies to ensure efficient operations and protect sensitive information. His role also includes providing engineers with reliable IT resources to enhance productivity.

For his involvement in other principal business activities outside our Group, see Section 9.3.4 of this Prospectus.

(iii) Lim Soon Chieh

Lim Soon Chieh, a Malaysian aged 47, is our Senior Engineering Director for Interface IP. He has approximately 25 years of IC design experience.

He graduated with a Bachelor of Engineering (Electrical – Electronics) from Universiti Teknologi Malaysia with first class honours in 2000 and a Master of Engineering Science from Multimedia University in 2005.

He began his career at Intel Microelectronics as an engineer in 2000 and was then promoted to senior engineer. During his time at Intel Microelectronics, he was involved in the design, development and implementation of network processor solutions. In 2005, he left Intel Microelectronics to join eASIC (M) Sdn Bhd as staff engineer until 2009. He was responsible for IC design works across various technology platforms, leading the development of key products, and contributing to the establishment of design methodologies, library characterisation, and design for test architecture.

Upon leaving eASIC (M) Sdn Bhd in 2009, he rejoined Intel Microelectronics as staff logic design engineer until 2013, where he was responsible for IC design, leading the development of memory controllers for various systems, as well as overseeing the design of key components for an SoC. Between 2013 and 2019, he joined Baysand Semiconductor (M) Sdn Bhd as a senior member of technical staff in IC design. His role focused on IC design, where he led a team in developing various IP blocks for diverse applications, including memory controllers, high-speed interfaces and specialised systems.

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

In 2019, he left Baysand Semiconductor (M) Sdn Bhd and joined our Group as principal architect, where he was responsible for developing source codes for IP and ASIC designs. He was promoted to Senior Director in Customer Solutions in 2023 prior to assuming his current position as Senior Engineering Director for Interface IP in 2024. As our Senior Engineering Director for Interface IP, he is responsible for leading and overseeing the completion of various memory interface IP projects, providing after-sales support to customers, guiding our Group's engineering team in decision-making, problem-solving and efficiency improvement processes.

For his involvement in other principal business activities outside our Group, see Section 9.3.4 of this Prospectus.

(iv) Galvin Wong

Galvin Wong, a Malaysian aged 32, is our Finance Director. His background is finance and investment, with over 8 years of experience in the financial sector.

He was admitted as a member of the MIA in 2023 and as a member of the ACCA in 2023.

He began his career in 2017 as an equities executive at AmFunds Management Bhd, where he was responsible for equities research. In 2018, he left AmFunds Management Bhd and joined abrdn Islamic Malaysia Sdn Bhd as an investment analyst, where he continued his focus on equities research, before being promoted to investment manager in 2022, where his responsibilities expanded to fund management.

In 2023, he left abrdn Islamic Malaysia Sdn Bhd and joined our Group as Strategic Financial Controller. He was promoted to Finance Director in October 2025. Since joining our Group, he is responsible for overseeing our Group's statutory reporting and financial management to ensure appropriate financial planning and corporate compliance, and the development of our Group's financial strategy, while providing input on financial decisions and planning. He also manages our Group's treasury operations including foreign exchange and hedging, as well as cash and liquidity management. Furthermore, he liaises with external stakeholders including auditors, investors and bankers.

For his involvement in other principal business activities outside our Group, see Section 9.3.4 of this Prospectus.

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

9.3.3 Shareholding of our Key Senior Management

The shareholding of:

- (i) our Executive Directors who are also part of our Key Senior Management are set out in Section 9.2.2 of this Prospectus; and
- (ii) our other Key Senior Management,

before and after the IPO are as follows:

Name	Designation	Before our IPO				After our IPO			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	⁽¹⁾ %	No. of Shares	⁽¹⁾ %	No. of Shares	⁽²⁾ %	No. of Shares	⁽²⁾ %
Chong Lai Hock	Chief Operating Officer	-	-	-	-	(3) ₋	-	-	-
Chin Eng Fook	Chief Information Officer	-	-	-	-	(3) ₋	-	-	-
Lim Soon Chieh	Senior Engineering Director for Interface IP	-	-	-	-	(3) ₋	-	-	-
Galvin Wong	Finance Director	-	-	-	-	(3) ₋	-	-	-

Notes:

(1) Based on 1,396,000,000 issued Shares after the Subdivision.

(2) Based on the enlarged issued Shares upon our Listing of 1,796,000,000 Shares.

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

(3) *The number of Shares to be distributed to the Key Senior Management under the ESSPP are as follows:*

Name	No. of Shares
<i>Chong Lai Hock</i>	<i>5,240,255</i>
<i>Chin Eng Fook</i>	<i>1,965,096</i>
<i>Lim Soon Chieh</i>	<i>13,755,670</i>
<i>Galvin Wong</i>	<i>1,528,408</i>

The Shares will be distributed to the respective Key Senior Management via a capital reduction and distribution-in-specie over a period of 4 years, subject to the achievement of their respective KPIs set by our Promoters under the ESSPP.

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

9.3.4 Involvement of our Key Senior Management in other principal business activities

Save as disclosed below, none of our Key Senior Management (other than our Executive Directors which are disclosed in Section 9.2.3 of this Prospectus) are involved in other principal business activities outside our Group as at the LPD or hold directorship in other companies outside our Group as at the LPD and in the past 5 years preceding the LPD:

Name of company/entity	Principal activities	Involvement in business activities
Chong Lai Hock		
SKC Team 3	<ul style="list-style-type: none"> • Activities of holding companies 	<ul style="list-style-type: none"> • Substantial shareholder (direct)
Tkumbar Land Sdn Bhd	<ul style="list-style-type: none"> • Activities of holding companies; real estate activities with own or leased property N.E.C.⁽¹⁾ 	<ul style="list-style-type: none"> • Substantial shareholder (direct)
Chin Eng Fook		
Gross Frontier Sdn Bhd	<ul style="list-style-type: none"> • Stores specialised in retail sale of pharmaceuticals, medical and orthopaedic goods; retail sale of tea, coffee, soft drinks, mineral water, other beverage; engaged as an investment holding company 	<ul style="list-style-type: none"> • Director (<i>Appointed on 14 December 1995</i>) and substantial shareholder (direct)
SKC Team 1	<ul style="list-style-type: none"> • Activities of holding companies 	<ul style="list-style-type: none"> • Shareholder (direct)
Tkumbar Land Sdn Bhd	<ul style="list-style-type: none"> • Activities of holding companies; real estate activities with own or leased property N.E.C.⁽¹⁾ 	<ul style="list-style-type: none"> • Director (<i>Appointed on 8 August 2018</i>) and substantial shareholder (direct)
Lim Soon Chieh		
SKC Team 2	<ul style="list-style-type: none"> • Activities of holding companies 	<ul style="list-style-type: none"> • Substantial shareholder (direct)
Galvin Wong		
Present Directorships and other involvement in principal business activities outside our Group		
SKC Team 1	<ul style="list-style-type: none"> • Activities of holding companies 	<ul style="list-style-type: none"> • Shareholder (direct)

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

<u>Name of company/entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
Past Directorships		
abrdn Islamic Malaysia Sdn Bhd	<ul style="list-style-type: none"> • Providing asset management services on a worldwide basis in accordance with the principles of Shariah 	<ul style="list-style-type: none"> • Director <i>(Appointed on 4 June 2021 and resigned on 30 May 2023)</i>

Note:

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

The involvement of our Key Senior Management mentioned above in other principal business activities outside our Group will not affect their continued contribution 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 PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS, KEY SENIOR MANAGEMENT AND KEY TECHNICAL PERSONNEL *(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 Executive 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 other Key Senior Management for services rendered in all capacities to our Group for the FYEs 31 March 2025 and 31 March 2026 are as follows:

Key Senior Management	Remuneration band (FYE 31 March)	
	2025 (Paid)	2026 (Proposed)
	RM	RM
Chong Lai Hock	850,000 – 900,000	800,000 – 850,000
Chin Eng Fook	400,000 – 450,000	400,000 – 450,000
Lim Soon Chieh	650,000 – 700,000	750,000 – 800,000
Galvin Wong	200,000 – 250,000	300,000 – 350,000

The 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 KEY TECHNICAL PERSONNEL

Save for our Finance Director, Galvin Wong, the remaining members of our Key Senior Management are also our key technical personnel.

9.5 ASSOCIATIONS OR FAMILY RELATIONSHIP BETWEEN OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS, KEY SENIOR MANAGEMENT AND KEY TECHNICAL PERSONNEL

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

- (i) Dato' Fong Swee Kiang, who is our Promoter, substantial shareholder, Non-Independent Executive Director and Chief Executive Officer, is a director and preference shareholder of SKC Team 2.
- (ii) Teh Chee Hak, who is our Promoter, substantial shareholder, Non-Independent Executive Director and Chief Technology Officer, is a director of SKC Team 2.
- (iii) Lim Soon Chieh, who is our Senior Engineering Director for Interface IP, is a substantial shareholder of SKC Team 2.

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

9.6 DECLARATION BY OUR PROMOTERS, DIRECTORS AND KEY SENIOR MANAGEMENT

9.6.1 As at the LPD, none of our Promoters, 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; or
- (viii) there is any unsatisfied judgment against such person.

9.6.2 On-going litigation involving Dato' Seri Wong Siew Hai ("**DS Wong**")

DNeX Semiconductor Sdn Bhd and Dagang NeXChange Berhad (as Plaintiffs) v. DS Wong and 4 others (as Defendants)

On 17 October 2024, the Plaintiffs commenced legal proceedings against the Defendants in the High Court ("**High Court Proceeding**"). The proceedings concern the Plaintiffs' allegations that DS Wong, as a director of Silterra Malaysia Sdn Bhd ("**Silterra**") being a subsidiary of Dagang NeXChange Berhad, breached his fiduciary duty by voting in favour of Silterra taking a loan of USD20 million offered by Xin Cheng Leasing Pte Ltd ("**Lender**") ("**XC Loan**"). The Plaintiffs alleged that DS Wong failed to disclose his alleged interest in the XC Loan that he voted on and that the XC Loan was for the collateral purpose of subverting Silterra and causing the transfer of Silterra's equipment, IP and technology to an unnamed third-party when there was no necessity to do so.

The Plaintiffs sought for the following reliefs:

- (i) a declaration that DS Wong and 2 other Defendants failed to make mandatory disclosure of interests in the documentation to give effect to the XC Loan ("**XC Loan Documentation**") before casting their vote with regard to the deliberation of the Board of Directors of Silterra on 6 September 2024 in relation to the XC Loan;

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

- (ii) a declaration that the purported decision of the Board of Directors of Silterra dated 6 September 2024 with regard to the XC Loan is null and void;
- (iii) a declaration that the XC Loan is an illegal moneylending transaction, given that the Lender is not a registered/licensed moneylender, nor it is listed as a registered Financial Institution with the Monetary Authority of Singapore; and
- (iv) various injunctions to prohibit DS Wong and/or the 3 other Defendants from taking certain steps to effect the XC Loan and the XC Loan Documentation.

The Plaintiffs also concurrently filed an ex parte application for interim injunctive relief against the Defendants and the High Court granted an ad interim injunction order on 22 October 2024 preventing DS Wong and/or the 3 other Defendants from taking certain steps to effect the XC Loan and the XC Loan Documentation.

DS Wong resists the claims against him and denies any impropriety, breach or non-disclosure as alleged, on principal premises which include the following:

- (i) there was no personal or direct disclosable interest in respect of the XC Loan;
- (ii) the XC Loan was a bona fide commercial financing decision taken in the best interests of Silterra and therefore constituted an exercise of business judgment; and
- (iii) the security arrangements were materially different from the Plaintiffs' characterisation and did not result in any transfer or disposal of Silterra's assets as alleged.

The substantive hearings for the High Court Proceeding were held on 17 January 2025, 12 February 2025 and 28 April 2025. On 13 August 2025, the parties attended mediation on a without prejudice basis before the High Court Judge in an attempt to amicably resolve the dispute between the parties. Settlement discussions have continued following the mediation. The matter remains ongoing and the next substantive hearing for this case is scheduled for 26 January 2026 should there be no resolution reached between parties.

Our Board (save for DS Wong) is of the view that the High Court Proceeding does not affect the suitability of DS Wong as our Director, taking into consideration that his decision to vote in favour of the XC Loan is defensible as a business judgement that does not call into question his integrity or his competency as a Director. Our Board (save for DS Wong) also notes that DS Wong brings extensive industry experience, which provides valuable insight to our Group's business.

9.7 OTHER MATTERS

No amounts have been paid or benefits given or are intended to be paid or given to our Promoters or our substantial shareholders within the two years preceding the date of this Prospectus except for the following:

- (i) remunerations and benefits-in-kind arising from employment paid to our substantial shareholders as set out in Section 9.2.5 of this Prospectus; and
- (ii) dividend paid to our substantial shareholders.

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

Save as disclosed in Section 9.1 of this Prospectus, there is no other controlling shareholder. 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.

Our Promoters and substantial shareholders do not have different voting rights from our other shareholders.