

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

5.1 OUR PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

5.1.1 Shareholdings of our Promoters and Substantial Shareholders

Details of our Promoters' and Substantial Shareholders' shareholdings in our Company before and after our IPO are as follows:

Name	As at the LPD and before our IPO ⁽¹⁾				After our IPO ⁽²⁾			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
<u>Promoters and Substantial Shareholders</u>								
CKH	806,424,244	62.5	-	-	745,056,000	52.0	-	-
Koo Bon Hak	256,422,997	19.9	⁽³⁾ 806,424,244	62.5	157,608,000	11.0	⁽³⁾ 745,056,000	52.0
Hoe Kian Choon	147,363,326	11.4	⁽⁴⁾ 36,364,146	2.8	143,280,000	10.0	-	-
<u>Substantial Shareholder</u>								
CUCKOO Holdings	-	-	⁽⁵⁾ 806,424,244	62.5	-	-	⁽⁵⁾ 745,056,000	52.0

Notes:

- (1) Based on the total number of 1,289,520,000 Shares as at the LPD and before our IPO.
- (2) Based on the enlarged total number of 1,432,800,000 Shares after our IPO.
- (3) Deemed interested through CKH and CUCKOO Holdings pursuant to Section 8(4) of the Act.
- (4) Deemed interested through his spouse, Mak Foong Ling, pursuant to Section 59(11)(c) of the Act.
- (5) Deemed interested through CKH pursuant to Section 8(4) of the Act.

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

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Save as disclosed above, there are no persons who are able to, directly or indirectly, jointly or severally, exercise control over our Company. As at the LPD, there is no arrangement the operation of which may result in the change in control of our Company at a subsequent date to our IPO and our Listing.

5.1.2 Profiles of our Promoters and Substantial Shareholders

(i) CKH

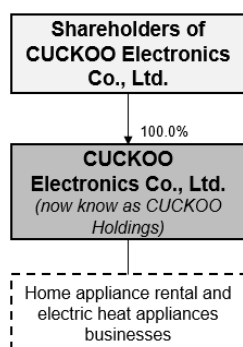
Promoter and substantial shareholder

CKH was incorporated in South Korea under the Commercial Act of the Republic of South Korea as a company limited by shares (*ju-sik-hoe-sa*) on 1 December 2017. The setup of CKH was in connection with an internal reorganisation of CUCKOO Electronics Co., Ltd. (now known as CUCKOO Holdings)'s business divisions through a company division procedure prescribed under the Commercial Act of the Republic of South Korea which was approved by the shareholders of CUCKOO Electronics Co., Ltd (now known as CUCKOO Holdings) with an effective date of division being 1 December 2017 and that entailed the following:

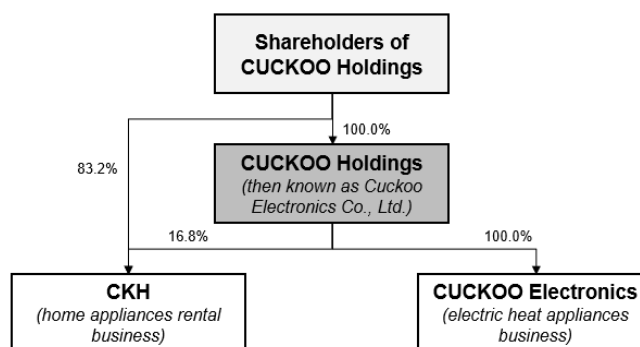
- (a) the transfer of the home appliances rental business of CUCKOO Electronics Co., Ltd. (now known as CUCKOO Holdings) to CKH. This resulted in CUCKOO Holdings and its shareholders holding shares directly in CKH; and
- (b) the transfer of the electric heat appliances business of CUCKOO Electronics Co., Ltd. (now known as CUCKOO Holdings) to the current CUCKOO Electronics Co., Ltd. ("**CUCKOO Electronics**"). This resulted in CUCKOO Electronics becoming a wholly-owned subsidiary of CUCKOO Holdings.

(collectively, the "**CUCKOO Korea Internal Reorganisation**").

Before the CUCKOO Korea Internal Reorganisation:



Immediately after the CUCKOO Korea Internal Reorganisation:



CKH changed its name to its present name on 11 December 2017 and was listed on the Korea Exchange on 11 January 2018.

CKH and its subsidiaries are principally engaged in (i) manufacturing of household goods, plastic goods, liquid filters (water purifiers); (ii) manufacturing, rental and sale of home furniture, kitchenware and electric appliances; and (iii) import and export and aftersales service for the foregoing products.

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As at the LPD:

- (a) the issued share capital of CKH is KRW2,243,733,000 comprising 22,437,330 ordinary shares of KRW100 each;
- (b) the directors of CKH are Koo Bon Hak, Lee Sung Ho, Ha Dae Young and Kim Sang Hee; and
- (c) the substantial shareholders of CKH and their respective shareholdings in CKH are as follows:

Name	Ordinary shares			
	Direct		Indirect	
	No. of shares	%	No. of shares	%
CUCKOO Holdings ⁽¹⁾	9,097,905	40.6	-	-
Koo Bon Hak	4,606,180	20.5	⁽²⁾ 9,097,905	40.6

Notes:

- (1) CUCKOO Holdings is listed on the Korea Exchange. Please refer to Section 5.1.2(iv) of this Prospectus for further details.
- (2) Deemed interested through CUCKOO Holdings pursuant to Section 8(4) of the Act.

(ii) Koo Bon Hak

Promoter, Non-Independent Non-Executive Chairman and substantial shareholder

Koo Bon Hak, a Korean male aged 55, was appointed to our Board on 11 May 2015. As the Chairman of the Board, he is currently responsible to lead our Board in the adoption of good corporate governance practises, including ensuring appropriate steps are taken to facilitate effective stakeholder communication. Further, he is responsible to steer our Board to perform its responsibilities efficiently, including the setting of the Board agenda and ensuring that our Directors receive complete and accurate information in a timely manner to facilitate their contribution at Board meetings.

He graduated from Korea University with a Bachelor Degree in Business Administration in February 1992, and a Master Degree in Accounting Science from the University of Illinois in May 1994.

He began his career in January 1995 when he joined the management support department at CUCKOO Holdings (then known as Sungkwang Electronics Co., Ltd.), He was promoted to be a director in December 1999 and subsequently to Chief Executive Officer in November 2006, where he was responsible for the management of the company's day-to-day operations, and development and execution of the company's business plans and corporate strategies. He also managed product development and developed marketing strategies to drive revenue growth.

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After the CUCKOO Korea Internal Reorganisation in December 2017, he assumed his current position as (i) a non-executive director of CUCKOO Holdings, and (ii) the Chief Executive Officer, executive director and representative director of CKH, both of which are public listed companies on the Korea Exchange. In March 2019, he was also appointed as the Chief Executive Officer, executive director and representative director of CUCKOO Electronics. His responsibilities from prior to the CUCKOO Korea Internal Reorganisation were unchanged by the reorganisation.

In addition, in May 2015, he was appointed as a director of our Company where he was involved in the review of, and advised on, the cash flow management of our Group. On 12 July 2024, he relinquished his executive role and became our Non-Independent Non-Executive Chairman where he assumed his current responsibilities.

As at the LPD, he is also a director and shareholder of several other private limited companies as disclosed in Section 5.2.3 of this Prospectus.

(iii) **Hoe Kian Choon**

Promoter, Non-Independent Executive Director, Chief Executive Officer and substantial shareholder

Hoe Kian Choon, a Malaysian male aged 49, is the founder and Chief Executive Officer of our Group. He has over 17 years of experience in the rental industry for household appliances and household goods industry. He was appointed to our Board on 5 September 2014 and is responsible to spearhead and oversee the overall direction of our Group which entails developing and implementing strategic plans to ensure the sustainability and growth of our Group's businesses.

He graduated with a Bachelor of Business Administration from Universiti Putra Malaysia in August 1999. After his graduation, he co-founded a restaurant business under the company name U-8 Sdn Bhd. In April 2000, he joined AsiaEP.com Berhad as a sales, marketing and customer service manager, a position he held until he left the company in April 2004.

In April 2004, he co-founded Isomedia (M) Sdn Bhd ("**Isomedia**"), a business involved in domain name registration, and website hosting and design, where he was a director and substantial shareholder. In June 2006, Isomedia changed its name to One2Source Sdn Bhd and its principal activities to the provision of multi-channel marketing services for the furniture industry. He was responsible for sales and business development until he joined Coway in April 2007. One2Source Sdn Bhd was dissolved in April 2008.

In April 2007, he joined Woongjin Coway (M) Sdn Bhd (now known as Coway (Malaysia) Sdn Bhd) ("**Coway**") as a Sales Manager. In January 2008, he was promoted to Sales General Manager where he was in charge of nationwide sales of Coway. He was subsequently made Senior Sales General Manager in October 2009, where his responsibilities expanded to include overseeing the services team, and also managing operations nationwide for Coway until his departure in August 2014.

In September 2014, he founded our Company as our Director and Chief Executive Officer, where he commenced our business through the distribution and sale of CUCKOO water purifiers and rice cookers in Malaysia. Under his stewardship, he has led the management team in the growth and expansion of our business.

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In September 2020, he founded the business of Abletech Solutions Sdn Bhd (“**Abletech**”) (see Section 5.2.3(ii) for further details on the principal activities of Abletech). He was appointed as a director of Abletech in May 2020 and Group Chief Executive Officer in September 2020 until his departure in December 2023. Thereafter, in May 2024, he disposed the entirety of his shareholdings of approximately 65.0% equity interest in Abletech.

His notable achievements in his personal capacity include being awarded The Most People-Focused CEO by Human Resources Online at the HR Excellence Awards 2022, Entrepreneur of the Year (Consumer Goods Industry) in 2022 by the Asia Pacific Enterprise Awards, and the Young Entrepreneur of the Year under the Asia Corporate Excellence & Sustainability Awards (ACES) organised by the MORS Group in 2023.

As at the LPD, he is also a director and shareholder of several other private limited companies as disclosed in Section 5.2.3 of this Prospectus, and he does not hold any directorship in public listed companies.

(iv) **CUCKOO Holdings** *Substantial shareholder*

CUCKOO Holdings was incorporated in South Korea under the Commercial Act of the Republic of South Korea on 15 November 1978 as a company limited by shares (*ju-sik-hoe-sa*) under the name of Sungkwang Electronics Co., Ltd. The company changed its name to CUCKOO Electronics Co., Ltd. on 29 October 2002. It was listed on the Korea Exchange on 6 August 2014 and subsequently changed its name to its present name on 1 December 2017.

CUCKOO Holdings is principally involved in investment holding whilst its subsidiaries are involved in manufacturing, rental and sale of home furniture, kitchen appliances, and electrical appliances.

As at the LPD:

- (a) the issued share capital of CUCKOO Holdings is KRW3,556,218,500 comprising 35,562,185 ordinary shares of KRW100 each;
- (b) the directors of CUCKOO Holdings are Koo Bon Hak, Koo Ja Shin, Heo Jun Young, Kim Dae Yeol and Lee Myo Seung; and
- (c) the substantial shareholders of CUCKOO Holdings and their respective shareholdings in CUCKOO Holdings as at the LPD are as follows:

Name	Ordinary shares			
	Direct		Indirect	
	No. of shares	%	No. of shares	%
Koo Bon Hak	16,042,975	45.1	-	-
Koo Bon Jin ⁽¹⁾	5,413,890	15.2	-	-

Note:

- (1) Koo Bon Jin is the brother of Koo Bon Hak, our Promoter, substantial shareholder and Non-Independent Non-Executive Chairman.

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5.1.3 Changes in our Promoters' and Substantial Shareholders' shareholdings

Save as disclosed below, there has been no changes in our Promoters' and Substantial Shareholders' shareholdings in our Company in the past three years up to the LPD:

Name	As at 31 December 2021 ⁽¹⁾				As at 31 December 2022 ⁽¹⁾			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
CKH	28,922,305	65.7	-	-	28,922,305	65.7	-	-
Koo Bon Hak	9,196,579	20.9	⁽⁴⁾ 28,922,305	65.7	9,196,579	20.9	⁽⁴⁾ 28,922,305	65.7
Hoe Kian Choon	4,532,599	10.3	⁽⁵⁾ 1,379,487	3.1	4,532,599	10.3	⁽⁵⁾ 1,379,487	3.1
CUCKOO Holdings	-	-	⁽⁶⁾ 28,922,305	65.7	-	-	⁽⁶⁾ 28,922,305	65.7
Name	As at 31 December 2023 ⁽²⁾				As at LPD ⁽³⁾			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of shares	%	No. of Shares	%	No. of Shares	%
CKH	28,922,305	59.1	-	-	⁽⁸⁾ 806,424,244	62.5	-	-
Koo Bon Hak	9,196,579	18.9	⁽⁴⁾ 28,922,305	59.12	⁽⁸⁾ 256,422,997	19.9	⁽⁴⁾⁽⁸⁾ 806,424,244	62.5
Hoe Kian Choon	⁽⁷⁾ 7,790,891	15.9	⁽⁵⁾ 1,379,487	2.82	⁽⁸⁾ 147,363,326	11.4	⁽⁵⁾⁽⁸⁾ 36,364,146	2.8
CUCKOO Holdings	-	-	⁽⁶⁾ 28,922,305	59.12	-	-	⁽⁶⁾⁽⁸⁾ 806,424,244	62.5

Notes:

- (1) Based on the total number of 44,030,970 Shares.
- (2) Based on the total number of 48,918,407 Shares, pursuant to the exercise of an employee share option which shares were allotted on 6 April 2023.
- (3) Based on the total number of 1,289,520,000 Shares, pursuant to the Bonus Issue as detailed in Section 6.1.2 of this Prospectus.

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- (4) Deemed interested through CKH and CUCKOO Holdings pursuant to Section 8(4) of the Act.
- (5) Deemed interested through his spouse, Mak Foong Ling, pursuant to Section 59(11)(c) of the Act.
- (6) Deemed interest through CKH pursuant to Section 8(4) of the Act.
- (7) Hoe Kian Choon was allotted 3,258,292 Shares on 6 April 2023 pursuant to his exercise of options granted to him under an employee share option scheme, at an exercise price of RM1.00 per Share.
- (8) After the transfer from Hoe Kian Choon of 1,669,690 Shares to CKH and 530,920 Shares to Koo Bon Hak on 10 July 2024 and the Bonus Issue on 11 July 2024.

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5.1.4 Amounts or benefits paid or to be paid to our Promoters and Substantial Shareholders

Save as disclosed below, the aggregate remuneration and benefits in-kind paid or to be paid to our Promoters who are also our Directors as disclosed in Section 5.2.4 of this Prospectus and the amounts transacted with CUCKOO Holdings and its group of companies as disclosed in Section 10.1.2 of this Prospectus, there are no other amounts or benefits paid or intended to be paid or given to our Promoters and/or substantial shareholders within two years preceding the date of this Prospectus:

Promoters and Substantial Shareholders	Dividend paid on 25 April 2024 (RM'000)	Employee Share options offered on 15 October 2022 (RM '000)
CKH	43,383	-
Koo Bon Hak	13,795	-
Hoe Kian Choon	11,686	⁽¹⁾ 94,931

Note:

- (1) Refers to the fair value of the 3,258,292 employee Share options offered to Hoe Kian Choon on 15 October 2022 pursuant to an employee share option scheme to reward our Directors and management team. All of such options were fully exercised by Hoe Kian Choon at an exercise price of RM1.00 per Share. Please refer to Section 5.2.4 of this Prospectus for further details.

5.2 BOARD OF DIRECTORS

5.2.1 Shareholdings of our Directors

Save for Koo Bon Hak and Hoe Kian Choon, as set out in Section 5.1.1 of this Prospectus, none of our Directors hold our Shares, directly or indirectly, as at the LPD and immediately after our IPO.

5.2.2 Profiles of our Directors

Please refer to the profiles of Koo Bon Hak and Hoe Kian Choon set out in Section 5.1.2 of this Prospectus. The profiles of our other Directors are as follows:

(i) Low May-Teng
Senior Independent Non-Executive Director

Low May-Teng, a Malaysian female aged 53, is our Senior Independent Non-Executive Director. She was appointed to our Board on 12 July 2024. She is also the Chairman of our Audit and Risk Management Committee, and a member of our Nomination and Remuneration Committee.

She received her ACCA qualification from the Association of Chartered Certified Accountants, United Kingdom in 1994. She is also a chartered accountant under the Malaysian Institute of Accountants.

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She began her career at IBM Malaysia Sdn Bhd ("**IBM Malaysia**") as an Assistant Accountant in March 1995. Throughout her tenure in IBM Malaysia until her departure in April 2008, she held various positions and roles which involved financial reporting and analysis, operational and financial controls assurance, and handling of sales operations.

In June 2008, she joined SAP Malaysia Sdn Bhd ("**SAP Malaysia**") as a Senior Controller where she was responsible for financial operations in emerging market countries such as Pakistan, Vietnam and Cambodia until July 2009.

In July 2009, she returned to IBM Malaysia and assumed the position of Senior Professional Auditor where she was part of the internal audit team that conducted internal audits and investigations on allegations of non-compliance with IBM Malaysia's code of conduct. She also oversaw the operational and financial-related matters at one of IBM Malaysia's subsidiaries. In April 2013, she assumed the position of Senior Accounting Manager of IBM Malaysia, where she managed a team to perform monthly general ledger management and ensured timely and accurate reporting of the company's financial transactions. In May 2015, she was re-designated as Financial Analysis Senior Manager where she led IBM Malaysia in its transformation to a cloud company and was also in charge of its sales and financial analysis until February 2017.

In March 2017, she joined Tech Data Advanced Solutions (M) Sdn Bhd as a Financial Controller where she oversaw the strategic direction and all operational and financial matters of the company until her departure in January 2020.

In March 2020, she returned to SAP Malaysia and assumed her current position of Chief Financial Officer until now where she provides commercial support in contract negotiation and executes global finance/administration transformation goals and strategies.

Since October 2023, she has also been serving as an independent non-executive director of Parkwood Holdings Berhad ("**Parkwood Holdings**"), a public listed company on Bursa Securities, and is currently the Chairman of its Remuneration Committee, and a member of its Audit Committee and Nomination Committee.

As at the LPD, she does not hold any directorships or shares in other private limited companies as disclosed in Section 5.2.3 of this Prospectus.

(ii) **Kwon Yoo Kyung** *Independent Non-Executive Director*

Kwon Yoo Kyung, a Korean female aged 55, is our Independent Non-Executive Director. She was appointed to our Board on 12 July 2024. She is also the Chairman of our Nomination and Remuneration Committee, and a member of our Audit and Risk Management Committee.

In February 1993, she graduated from Ewha Woman's University, Seoul with a Bachelor Degree in Journalism and Broadcasting. She has over 30 years of working experience in global financial institutions where she held various leadership positions.

She began her career in January 1993 in the internal audit department of HSBC Bank (Korea), Seoul branch. She was subsequently transferred to the trade services department in August 1993 where she remained until December 1995. Thereafter, she worked in the financial control department from December 1995 until November 2000, where she was in charge of monthly financial and regulatory reports to the head office and other authorities, and performed financial and risk reporting for global market products to the head office.

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In November 2000, she joined Deutsche Bank (Korea), Seoul branch as the Head of Financial Accounting and Management Reporting. She was transferred to Deutsche Securities Korea and assumed the position of Deputy Chief Financial Officer in June 2003 and thereafter, Chief Financial Officer in August 2005, a position which she held until her departure in March 2008. As Chief Financial Officer of Deutsche Securities Korea, she was in charge of ensuring the financial statements were prepared and published in accordance with the United States and Korean Generally Accepted Accounting Principles (GAAP), and coordinated the financial forecast and annual plans. She also provided operational support and financial information to the Chief Executive Officer and other key management of Deutsche Securities Korea as well as the regional Chief Financial Officer of Deutsche Bank based in Hong Kong.

In March 2008, she was appointed as the Chief Financial Officer of Morgan Stanley Securities Korea, where she led all finance-related matters, including adoption of revised financial standards, audit inspections and in-sourced finance functions of the Company until her departure from the company in August 2011.

She was then appointed as the Chief Financial Officer of Societe Generale Securities Korea Co., Ltd. ("**SG Securities Korea**") in August 2011 and continued to hold that position until May 2022, where she was in charge of cash management, treasury and finance-related matters for regulatory audits. She was later appointed as the Country Chief Financial Officer for both Societe Generale Seoul branch and SG Securities Korea in June 2022. She held this position until her resignation in July 2023 to take a career break until now.

As at the LPD, she is also a director of a private limited company as disclosed in Section 5.2.3 of this Prospectus, and she does not hold directorships in public listed companies.

(iii) **Marieta binti Abdull Hamid** *Independent Non-Executive Director*

Marieta binti Abdull Hamid, a Malaysian female aged 40, is our Independent Non-Executive Director and a member of our Audit and Risk Management Committee, and Nomination and Remuneration Committee. She was appointed to our Board on 15 October 2024.

She graduated with a double degree in Bachelor of Commerce (Accounting) and Bachelor of Law from the University of Melbourne, Australia in August 2007. She obtained her Certificate in Legal Practice from the Legal Profession Qualifying Board, Malaysia in September 2009 and was admitted to the High Court of Malaya as an Advocate and Solicitor in February 2012.

In October 2007, she joined Sime Darby Berhad (then known as Sime Darby Holdings Sdn Bhd) ("**Sime Darby**") as an Executive under the Group Legal department. She was later promoted to Senior Executive in July 2010, a position which she held until she joined Messrs Raja, Darryl & Loh ("**RDL**") in February 2011 to undertake her pupillage.

Upon completing her nine months' pupillage at RDL, she resumed her role as Senior Executive at Sime Darby until her promotion to Assistant Vice President II of Group Legal in July 2012. She held the same position until her departure from Sime Darby in January 2015.

During her time at Sime Darby, she assisted in various mergers, acquisitions, joint ventures and cross border transactions involving Sime Darby as well as its subsidiaries which were in the plantation, property, motors, healthcare and energy divisions.

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In February 2015, she joined Messrs PW Tan & Associates and assumed her current position as a partner, where she advises on a wide range of corporate and commercial related matters including mergers and acquisitions, and joint venture transactions and had acted in major capital expenditure projects, infrastructure projects and concessions.

Since August 2022, she has also been serving as an independent non-executive director of Able Global Berhad ("**Able Global**"), a public listed company on Bursa Securities, and is currently the Chairman of its Nomination Committee, and a member of its Audit Committee and Remuneration Committee.

As at the LPD, she is also a director and shareholder of several other private limited companies as disclosed in Section 5.2.3 of this Prospectus.

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5.2.3 Principal business activities performed by our Directors outside our Group

The following table sets out our Directors' principal directorships and principal business activities outside our Group as at the LPD ("**Present Involvement**"), and principal directorships outside our Group for the past five years preceding the LPD ("**Past Involvement**"):

(i) Koo Bon Hak

Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
Present Involvements						
CUCKOO Holdings	Investment holding company and through its subsidiaries, manufacturing, rental and sales of home furniture, kitchen appliances, and electrical appliances	Director and shareholder	45.1	-	2 October 2003	-
CKH	Manufacturing, rental and sales of home furniture, kitchen appliances, and electrical appliances	Director, representative director, Chief Executive Officer and shareholder	20.5	40.6	1 December 2017	-
CUCKOO Electronics	Manufacturing and sales of home furniture, kitchenware, and electrical appliances	Director, representative director, Chief Executive Officer and shareholder	-	100.0	29 March 2019	-
CUCKOO Electronics Malaysia	Real estate activities with own or leased property	Director and shareholder	-	100.0	12 February 2016	-

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Name of company	Principal activities	Involvement in business activities		Equity interest (%)		Directorship	
				Direct	Indirect	Date of appointment	Date of resignation
CUCKOO Oceania Pty. Ltd.	Retail and rental business of household appliances	Director shareholder	and	-	100.0	30 June 2020	-
Qingdao CUCKOO Electronics Co., Ltd.	Wholesale, retail, import and export of household electronic appliances, rice cookers, pressure cookers and other kitchen appliances	Director shareholder	and	-	100.0	1 November 2008	-
Shenyang Homesys Trading Co., Ltd.	<ul style="list-style-type: none"> Import and export of products, agent for import and export of products; and Wholesale, retail business and e-commerce of kitchenware, bathroom ware, daily necessities and household appliances 	Director shareholder	and	-	100.0	1 July 2019	-

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Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
CUCKOO Liaoning Electronic Commerce Co., Ltd.	<ul style="list-style-type: none"> E-commerce of household appliances, kitchenware and electrical appliances; and Wholesale and retail business of kitchenware, bathroom ware, daily necessities and household appliances 	Director and shareholder	-	100.0	3 April 2020	-
CUCKOO Appliances Private Limited	Business of import, export, processing, packing, re-packing, manufacturing, assembling, trading in, purchase, sale of home appliances and kitchen appliances specially water purifier, air purifier, electric rice cooker and other white goods within India or any other country	Director and shareholder	16.7	83.3	6 March 2018	-
CUCKOO Indonesia	Wholesale business of household appliances and equipment	Director and shareholder	-	71.6	25 May 2021	-
CUCKOO Electronics America, Inc.	Wholesale and retail sale of household appliances such as electric rice cooker, microwave and air purifier	Director, Chief Executive Officer, Secretary and shareholder	-	100.0	27 December 2016	-

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Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
CUCKOO Rental America, Inc.	Rental for general merchandise	Director, Executive Secretary and shareholder	-	100.0	27 January 2021	-
CUCKOO Vina Co., Ltd.	Retail business of household appliances	Director and shareholder	-	100.0	1 February 2019	-
nTop Corporation	Manufacture and sale of fluorocarbon resin-coated aluminium plates	Shareholder	25.7	42.2	-	-

Past Involvements

Nil

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(ii) Hoe Kian Choon

Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
Present Involvements						
Great Hoe Holdings	Activities of holding companies; export & import of variety of goods without any particular specialisation not elsewhere classified (“n.e.c.”); and real estate activities with own or leased property n.e.c.	Director and shareholder	90.0	-	6 December 2017	-
Six Fun Media Sdn Bhd	Activities of holding companies; reproduction of recorded media; and motion picture, video and television programme production activities	Director and shareholder	20.8	-	28 May 2021	-
Smart Resources Circle Sdn Bhd	Property investment; Real estate activities with own or leased property n.e.c.	Director and shareholder	-	50.0	15 July 2020	-
Gazeum Sdn Bhd	Wholesale of coffee, tea, cocoa and other beverages; activities of holding company	Shareholder	60.6	-	25 October 2021	15 March 2024

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Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
Palaterium Sdn Bhd	To carry on all or any of the business of wholesalers, retailers, importers, exporters, processing, receiving and forwarding agents, carriers and distributors of cocoa, coffee-related products and all kinds of food products	Shareholder	-	70.0	5 November 2021	15 February 2024
Strictly Gourmet Sdn Bhd	Wholesale of coffee, tea, cocoa and other beverages; To carry on all or any of the business of wholesalers, retailers of cocoa, coffee-related products & all kinds of food products	Shareholder	-	100.0	-	-
Kejap Food Sdn Bhd	Other food service activities; retail sale of food, beverages and tobacco products via stalls or markets; mobile food carts	Shareholder	2.0	-	-	-
Purple Cane (Sixth) Sdn Bhd	Investment holding in private companies principally involved in the tea business	Shareholder	2.0	-	-	-

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

Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
Past Involvements						
Abletech Solutions Sdn Bhd	Advertising agency that conducts media planning and media buying; Event management; E-commerce (marketplace); E-commerce and IT solution; Trading business of all types of products with a wide range of goods and services (electronic home appliances, baby and children's products, mothercare products) via retail and online	Director	-	-	20 May 2020	31 December 2023
Movon Sdn Bhd	Business of direct selling, selling and marketing of product and services (home/office appliances, security appliance, baby and children's products, mother care products, cosmetics and skincare products and a wide range of goods, services products and solutions) and other information technology service activities	Director	-	-	28 May 2021	31 December 2023

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

Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
Ablepay Sdn Bhd	Provision of easy payment schemes, personal financing schemes and money lending services	Director	-	-	2 September 2021	31 December 2023
Seventyfive Group Sdn Bhd	Activities of holding companies (Creative agency)	Director	-	-	10 February 2021	26 February 2021
Mystartr Group Sdn Bhd	Investment advisory services; activities of holding companies; Equity crowd-funding platform.	Director	-	-	1 August 2022	18 March 2024
Dynamic Directions Sdn Bhd (formerly known as Wonderklean Multiservices Sdn Bhd)	General trading; To carry on the business of marketing all kinds of goods, products, commodities and services	Director	-	-	9 October 2020	9 December 2020
Wonderkare Service Sdn Bhd	Business management consultancy services	Director	-	-	15 May 2020	The company was dissolved on 3 May 2024

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

(iii) Low May-Teng

Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
<u>Present Involvements</u>						
Parkwood Holdings Berhad	Investment holding where its subsidiaries are principally involved in property development and property investment	Director	-	-	4 October 2023	-
<u>Past Involvements</u>						
TEC D (Malaysia) Sdn Bhd	Trading of computer hardware and software and providing computer support services	Director	-	-	2 April 2018	22 January 2020
TD Advanced Solutions (Malaysia) Sdn Bhd	Wholesale of computer hardware, software and peripherals	Director	-	-	2 April 2018	22 January 2020
TEC D Advanced Solutions (Malaysia) Sdn Bhd	Dealing in computer hardwares and software and providing computer support services	Director	-	-	2 April 2018	22 January 2020
Crossroads Community Bhd	Activities of holding companies	Director	-	-	15 January 2008	The company was dissolved on 4 December 2020

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

(iv) Kwon Yoo Kyung

Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
<u>Present Involvements</u>						
JA Consulting Co., Ltd.	Real estate development and consulting services	Director and shareholder	15.0	-	7 October 2021	-
<u>Past Involvements</u>						
Nil	-	-	-	-	-	-

(v) Marieta binti Abdull Hamid

Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
<u>Present Involvements</u>						
Able Global Berhad	Investment holding where its subsidiaries are principally involved in the manufacturing of tins, cans and manufacturing and selling of food and beverage products and provision of management services	Director	-	-	19 August 2022	-

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

Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
All Series Sdn Bhd	To provide consultancy, data and management services and information technology; To procure the advice and assistance of consultants and experts; Human resource consultant	Shareholder	50.0	-	-	-
Myseminars Sdn Bhd	Publisher of law books, newspapers, journals, reviews, magazines books; Conducting post-graduate studies and provide academic consulting; Seminars and workshops in the areas of human resources	Shareholder	80.0	-	-	-
Data Solutions Sdn Bhd	To provide consultancy, data in information technology-based products, computer hardware and software; E-commerce related business and research development of technical knowledge and call centre operations; Seminars and workshops in the areas of human resources	Shareholder	40.0	-	-	-

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

Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
Effectus Sdn Bhd	Investment holding in and provision of management support to a private company involved in the importing, exporting and trading of fish oil products	Shareholder	95.0	-	-	-
<u>Past Involvements</u>						
Ahlan Trading Sdn Bhd	Dormant	Director	-	-	26 January 2016	The company was dissolved on 22 April 2022

The involvement of our Directors as disclosed above excludes shares in public listed companies held by our Directors as minority shareholders (less than 5.0% of the total number of issued shares of a public listed company) and in which they do not hold any directorship, and is only for trading and personal investment purposes.

The involvement of:

- (i) Hoe Kian Choon, our Non-Independent Executive Director and Chief Executive Officer, in other businesses outside our Group does not preclude him from allocating or committing his time and effort to our Group as the day-to-day operations of those other businesses are managed by the respective companies' management team and personnel, or the companies are investment holding companies which generate passive income. He only attends meetings of the boards on which he serves and accordingly discharges his principal areas of responsibility as a director of those companies. He has been and will continue to ensure that he would be able to fulfil and discharge his duties and responsibilities effectively as our Non-Independent Executive Director and Chief Executive Officer; and
- (ii) our Non-Executive Directors in other businesses outside our Group does not preclude them from allocating or committing their time and effort to our Group.

As such, our Board is of the view that this would not affect their contribution to and performance for our Group.

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

5.2.4 Directors' remuneration and material benefits in-kind

The aggregate remuneration and material benefits-in-kind (including any contingent or deferred remuneration) paid and proposed to be paid to our Directors for their services rendered in all capacities within our Group for the FYE2023 and the FYE2024 are set out below:

	Salary	Directors' fees	Bonus	Allowances	Benefits-in-kind	Contributions to EPF, SOCSO and EIS	Total
FYE2023 (Paid)	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Executive Director							
Hoe Kian Choon	930	-	(1) 270	61	15	202	1,478
Koo Bon Hak	-	-	-	-	-	-	-
Non-Executive Directors							
Low May-Teng	-	-	-	-	-	-	-
Kwon Yoo Kyung	-	-	-	-	-	-	-
Marieta binti Abdull Hamid	-	-	-	-	-	-	-

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

	Salaries	Directors' fees	Bonus	Allowances	Benefits-in-kind	Contributions to EPF, SOCSO and EIS	Total	Actual amounts paid in 2024 up to the LPD
FYE2024 (Proposed)	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Executive Director								
Hoe Kian Choon	1,015	-	⁽¹⁾ 335	60	-	231	1,641	⁽²⁾ 1,141
Non-Executive Directors								
Koo Bon Hak ⁽³⁾	-	152	-	-	-	-	152	-
Low May-Teng	-	22	-	-	-	-	22	-
Kwon Yoo Kyung	-	22	-	-	-	-	22	-
Marieta binti Abdull Hamid	-	10	-	-	-	-	10	-

Notes:

- (1) This bonus relates to the previous financial year.
- (2) This includes bonus and its related EPF contribution for FYE2023 but paid in FYE2024.
- (3) Koo Bon Hak assumed the position as our Non-Independent Non-Executive Chairman on 12 July 2024.

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

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 Nomination and Remuneration Committee and subsequently approved by our Board. Our Directors' fees must be further approved by our shareholders at a general meeting.

Save as disclosed below, our Directors have not exercised any share options for the FYE 2023 and the FYE 2024:

Director	Date of allotment	No. of Shares acquired pursuant to share options	Total consideration (RM)
Hoe Kian Choon	6 April 2023 ⁽¹⁾	3,258,292	3,258,292

Note:

- (1) Pursuant to an employee share option scheme to reward our Directors and management team which was granted on 15 October 2022. All of such options were fully exercised at an exercise price of RM1.00 per Share.

There were no further employee share options offered after 15 October 2022. As at the LPD, there are no outstanding options in respect of our Shares.

5.2.5 Service agreements with our Directors

As at the LPD, there are no existing or proposed service agreements between the companies within our Group and our Directors which provide for benefits upon termination of employment.

5.3 BOARD PRACTICES

Our Board is entrusted with the responsibility of the overall direction, strategy, performance and oversight of our Group. Our Board is also committed to achieving and sustaining high standards of corporate governance.

5.3.1 Board

Our Board has adopted a board charter which sets out, among others, the following key responsibilities, which serves as a reference to assist our Board in performing their fiduciary duties:

- (i) review and approve the annual corporate plan for our Group, which includes the overall corporate strategy, sustainability strategy, business development and marketing plan, human resources plan, financial and budget plan, regulatory plan and risk management plan and ensure that such plans are effectively integrated and appropriately balanced;
- (ii) promote and adopt best practices in relation to risk management, legal, compliance management and internal control systems to safeguard our Group's reputation, employees and assets including preparing a corporate governance overview statement in compliance with the MCCG for the annual report;
- (iii) monitor the relationship between our Group and the management of our Company ("**Management**"), shareholders and stakeholders, and to develop and implement an investor relations programme or shareholders' communications policy for our Group;

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

- (iv) take responsibility together with the Management for the governance of sustainability in our Group including setting our Group's sustainability strategies, priorities and targets and ensure such strategies, priorities and targets as well as performance against these targets are communicated to internal and external stakeholders;
- (v) approve the nomination, selection, succession policies, and remuneration packages for our Board members, Board Committee members, nominee Directors on the functional Boards of our subsidiaries and the principal officers, and the annual manpower budget for our Group, including managing succession planning, appointing, training, fixing the compensation of, and where appropriate replacing the Management or key management personnel;
- (vi) review and approve investment policies and guidelines for our Group's surplus funds, asset allocation policy and policy on exposure limits on investment with banking institutions;
- (vii) review and approve the Audit and Risk Management Committee report and Statement of Risk Management and Internal Control for the annual report; and
- (viii) review conflict of interest issues relating to a Director or persons connected including approving related party transactions, subject to shareholders' approval, where required.

In addition, the roles and responsibilities of our Non-Independent Non-Executive Chairman and Chief Executive Officer are clearly segregated to further enhance and preserve a balance of authority and accountability.

Our Non-Independent Non-Executive Chairman is primarily responsible for the following:

- (i) overseeing and ensuring the effectiveness of all aspects of our Board's functioning, including its composition, structure, processes, and performance;
- (ii) leading our Board in the adoption and implementation of good corporate governance practices;
- (iii) being responsible for organising and ensuring the efficient conduct of our Board functions and meetings;
- (iv) setting our Board agenda and ensuring that Directors receive complete and accurate information in a timely manner to facilitate the effective contribution of all Directors at our Board meetings;
- (v) promoting constructive and respectful relations among Directors, and between our Board and Management fostering an environment conducive to open dialogue and collaboration; and
- (vi) ensuring appropriate steps are taken to provide effective communication with stakeholders and that stakeholder's views are communicated to our Board as a whole.

In contrast, our Chief Executive Officer is primarily responsible for the implementation of the business strategies and policies formulated by our Board as well as overseeing the day-to-day management and operations of our Group.

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

The details of the members of our Board, the expiry date of the current term of office for each of our Directors and the period for which our Directors have served in office as at the LPD are as follows:

Director	Expiry date of the current term of office	Approximate no. of years in office as at LPD
Koo Bon Hak	At the AGM in 2025	10
Hoe Kian Choon	At the AGM in 2025	11
Low May-Teng	At the AGM in 2025	Less than one
Kwon Yoo Kyung	At the AGM in 2025	Less than one
Marieta binti Abdull Hamid	At the AGM in 2025	Less than one

Save for Koo Bon Hak who represents CKH, none of our Directors represent any corporate shareholders. For details on the associations and family relationships between our Promoters, substantial shareholders, Directors and Key Senior Management, see Section 5.6 of this Prospectus.

5.3.2 Audit and Risk Management Committee

Our Audit and Risk Management Committee comprises the following members:

Name	Designation	Directorship
Low May-Teng	Chairman	Senior Independent Non-Executive Director
Kwon Yoo Kyung	Member	Independent Non-Executive Director
Marieta binti Abdull Hamid	Member	Independent Non-Executive Director

Our Audit and Risk Management Committee undertakes, amongst others, the following functions:

(i) Financial Reporting

To review the quarterly and annual financial statements of our Group prepared by the Management, where necessary, together with the external auditor, focusing particularly on:

- (a) any significant changes to accounting policies and practices;
- (b) significant matters highlighted including financial reporting issues, significant judgements made by Management, significant and unusual events or transactions, and how these matters are addressed;
- (c) significant adjustments arising from the audit;
- (d) compliance with accounting standards and other legal requirements; and
- (e) going concern assumption.

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

(ii) Risk Management and Internal Control

- (a) to oversee and recommend the risk management strategies and policies and risk tolerance levels for our Board's approval;
- (b) to conduct periodic reviews on the effectiveness of the internal control system and risk management framework adopted within our Group and to be satisfied that the methodology employed allows identification, analysis, assessment, monitoring and communication of risks in a regular and timely manner that will allow our Group to mitigate losses and maximise opportunities;
- (c) to perform risk identification and assessment regarding major asset/business acquisition or divestment, or business diversification or business consolidation;
- (d) to recommend to our Board steps to improve the system of internal control derived from the findings of the internal and external auditors and from the consultations of the Audit and Risk Management Committee itself; and
- (e) to 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.

(iii) Internal Audit

- (a) to review the effectiveness of internal audit function, including the ability, competency and qualification of the internal audit team and/or outsourced internal auditors (if any) to perform its duties;
- (b) to review the adequacy of the scope, functions, competency, resources and budget, and that it has the necessary authority and independence from management to carry out its work;
- (c) to review and approve the internal audit plan and the internal audit report and, where necessary, ensure that appropriate actions are taken on the recommendations made by the internal audit function;
- (d) to review any matters concerning the employment or appointment (and re-appointment) of the in-house and/or outsourced internal auditors (as the case may be) and the reasons for resignation or termination of either party; and
- (e) to request and review any special audit which the Audit and Risk Management Committee deems necessary.

(iv) External Audit

- (a) to review the external auditors' audit plan, nature and scope of the audit plan, audit report, evaluation of internal controls and co-ordination of the external auditors;
- (b) to review the annual performance assessment, including the suitability and independence of the external auditors and make recommendations to our Board on the appointment or re-appointment of the external auditors;
- (c) to review the external auditor's audit report, and management letter and the management's response to the management letter;

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

- (d) to review the external auditor's findings arising from audits, particularly any comments and responses in audit recommendations as well as the assistance given by the employees of our Group in order to be satisfied that appropriate action is being taken; and
- (e) to review with the external auditors for the Statement on Risk Management and Internal Control of our Group for inclusion in the annual report.

(v) Related Party Transactions / Conflict of Interest Situations

- (a) to review any related party transactions and conflict of interest situations that arose, persist or may arise within our Group including any transaction, procedure or course of conduct that raises questions of Management integrity and the measures taken to resolve, eliminate or mitigate such conflicts; and
- (b) to ensure that our Group has adequate procedures and processes in place to monitor and track related party transactions and to review these processes.

(vi) Audit and Risk Management Committee Reports

To prepare the annual Audit and Risk Management Committee report to our Board for inclusion in the annual report and to review our Board's statements on compliance with the MCCG for inclusion in the annual report.

Our Audit and Risk Management Committee may obtain advice from independent parties and other professionals in discharging their duties.

5.3.3 Nomination and Remuneration Committee

Our Nomination and Remuneration Committee comprises the following members:

Name	Designation	Directorship
Kwon Yoo Kyung	Chairman	Independent Non-Executive Director
Low May-Teng	Member	Senior Independent Non-Executive Director
Marieta binti Abdull Hamid	Member	Independent Non-Executive Director

Our Nomination and Remuneration Committee undertakes, amongst others, the following functions:

(i) Nomination Matters

- (a) to establish an appropriate (fit and proper) selection criteria and process, recruitment process and to recommend to the Board, candidates for all directorships of our Company and members of the relevant Board committees;
- (b) to formulate and undertake an annual review on our Board and senior management succession plans, taking into consideration the present size, structure and composition of our Board and senior management, as well as the required mix of skills, knowledge, experience, diversity and competency as required by the Listing Requirements;

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

- (c) to facilitate an annual evaluation on the effectiveness of our Board as a whole, the various Board committees and each individual Director's contribution to the effectiveness of the decision-making process of our Board and make recommendations to our Board concerning the re-election / reappointment of Directors according to the satisfactory evaluation of the Director's performance and contribution to our Board;
- (d) to review on an annual basis, the length of service of each independent Director; and
- (e) to undertake an annual review of the training programmes attended by our Directors for each financial year as well as to identify the training programmes required by our Directors to effectively discharge their duties and to keep them abreast with industry developments and trends.

(ii) Remuneration Matters

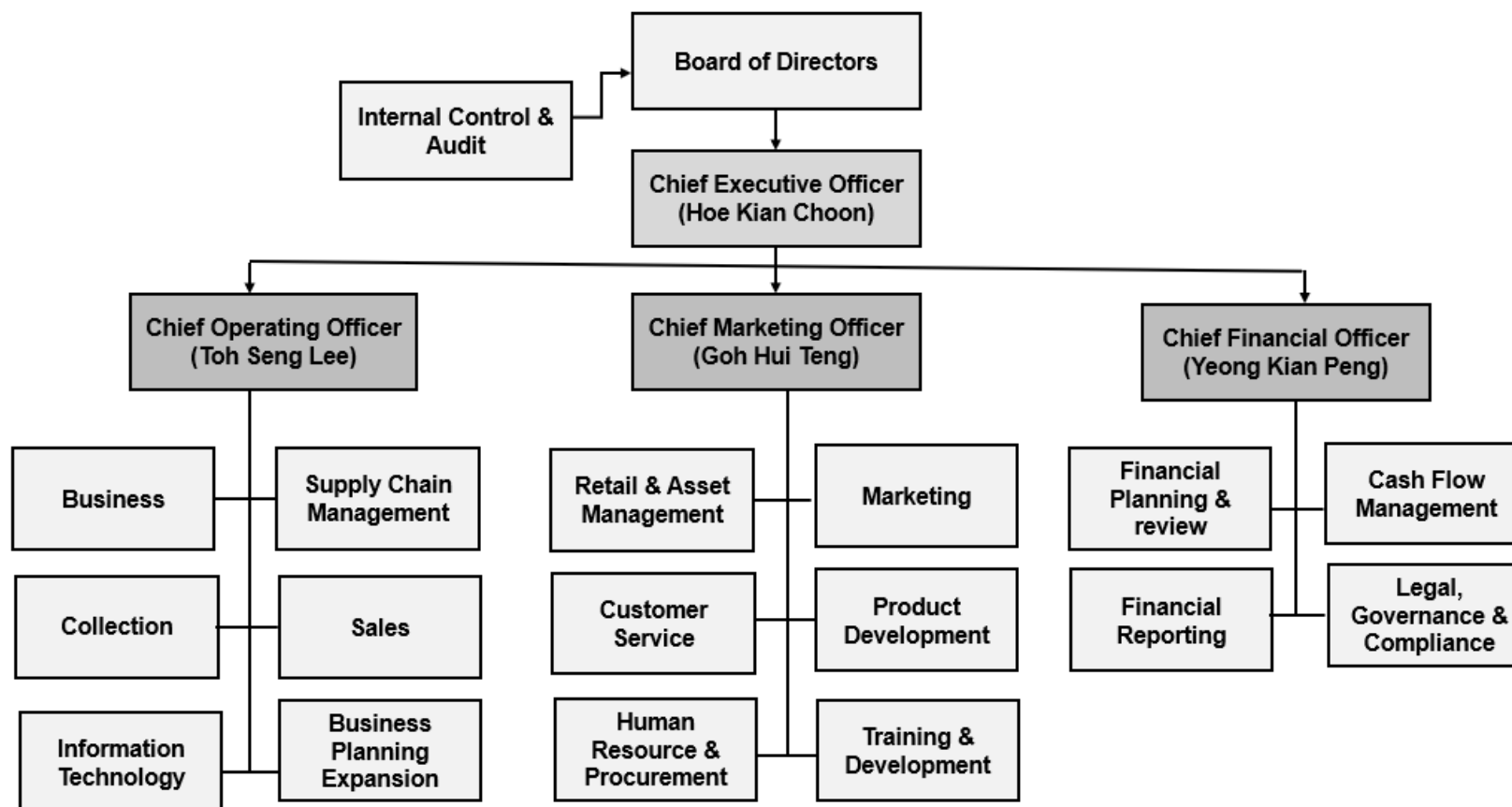
- (a) to ensure the establishment of a formal and transparent procedure for developing policies, strategies, and frameworks for the remuneration of executive Directors and senior management;
- (b) to implement the remuneration policies and procedures including reviewing and recommending to our Board on the remuneration packages of the Directors and senior management personnel in all forms, particularly on whether the remuneration remains appropriate to the contribution of each of the Directors and senior management personnel, by taking into account the level of expertise, commitment and responsibilities undertaken, with or without other independent professional advice or other outside advice, with reference to our Company's remuneration policy and procedure;
- (c) to ensure fees and benefits payable to Directors, and any compensation for loss of employment of executive Directors are approved by shareholders at general meetings; and
- (d) to provide a detailed disclosure of remuneration for individual Directors and top five senior management, which shall include fees, salary, bonus, benefits in-kind and other emoluments.

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

5.4 KEY SENIOR MANAGEMENT

5.4.1 Management reporting structure

The management reporting structure of our Group is as follows:



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

5.4.2 Shareholdings of our Key Senior Management

Please refer to Section 5.1.1 of this Prospectus for information on the shareholdings of Hoe Kian Choon in our Company. The details of our Key Senior Managements' shareholdings in our Company before and after our IPO are as follows:

Key Senior Management	As at the LPD and before our IPO ⁽¹⁾				After our IPO ⁽²⁾			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Yeong Kian Peng	-	-	-	-	1,000,000 ⁽³⁾	*	-	-
Toh Seng Lee	8,589,058	0.7	-	-	4,298,401	0.3	-	-
Goh Hui Teng	8,589,058	0.7	-	-	4,298,401	0.3	-	-

Notes:

* Negligible

(1) Based on our total number of 1,289,520,000 Shares before our IPO.

(2) Based on our enlarged total number of 1,432,800,000 Shares after our IPO.

(3) Assuming that Yeong Kian Peng fully subscribes to his entitlement under the Pink Form Allocation.

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

5.4.3 Profiles of our Key Senior Management

Please refer to Section 5.1.2(iii) of this Prospectus for the profile of Hoe Kian Choon, our Chief Executive Officer. The profiles of our other Key Senior Management are as follows:

(i) **Yeong Kian Peng**
Chief Financial Officer

Yeong Kian Peng, a Malaysian male aged 49, is our Chief Financial Officer. He is responsible for overseeing our Group's financial planning and review, cash flow management, financial reporting as well as legal and compliance matters.

He graduated from Universiti Putra Malaysia with a Bachelor Degree in Business Administration in August 1999. He is a member of the Association of Chartered Certified Accountants since May 2003 and a fellow since May 2008. He is also a Chartered Accountant of the Malaysian Institute of Accountants since September 2003.

He joined KPMG Malaysia in January 2000 as an Audit Assistant. He was promoted to Senior Associate in January 2002 and held that position until he left KPMG Malaysia in June 2003. In July 2003, he joined Malaysian Airline System Berhad as a Senior Audit Executive, where he handled the internal audit of the company until January 2005.

He joined Ernst & Young (Shanghai) in February 2005 as a Senior Accountant until September 2006. In October 2006, he joined KPMG Huazhen (Shanghai) as an Audit Assistant Manager. He was subsequently promoted to Audit Manager and held that position until December 2008.

He returned to Malaysia in February 2009 and worked with Tranglo Sdn Bhd, a cross-border payment company, as a Senior Finance Manager until August 2010, where he was responsible for handling the company's accounting and compliance with Bank Negara Malaysia's reporting requirements.

In September 2010, he joined Huawei Technologies (Malaysia) Sdn Bhd ("**Huawei**") as the Head of Regional Compliance. In March 2013, he was promoted to Vice Director of Malaysia Accounting Shared Service Centre Account Closing and Report Analysis Department and held that position until November 2014. His responsibilities included overseeing the accounting and financial reporting for Huawei in the Asia Pacific region.

In December 2014, he joined redONE Network Sdn Bhd ("**redONE Network**") as a Finance Director where he was responsible for the company's accounting, budgetary, financial reporting, pricing management and treasury management. He left redONE Network in May 2018 and joined our Group, assuming his current position and responsibilities.

(ii) **Toh Seng Lee**
Chief Operating Officer

Toh Seng Lee, a Malaysian male aged 40, is our Chief Operating Officer. He is primarily responsible for overseeing the operations of our Group which include sales, service, collection, business expansion planning, supply chain management, and information technology.

He obtained a Diploma in Mass Communication from Han Chiang College Malaysia in June 2004. He then graduated with a Bachelor Degree of Arts in Journalism and Mass Communication from Ming Chuan University, Taiwan in June 2008.

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

He began his career at WaterShop Matrix Valley (M) Sdn Bhd as an Assistant Franchise Manager in July 2004, where he was responsible for sales and operations. He left in July 2006 to further his studies at Ming Chuan University, Taiwan.

In September 2008, he joined Woongjin Coway (M) Sdn Bhd (now known as Coway (Malaysia) Sdn Bhd) ("**Coway**") as a Senior Sales Admin Executive. He was subsequently promoted to Assistant Manager in March 2010 and Manager in March 2012, a position which he held until his departure from Coway in August 2014. His responsibilities included sales and service planning and organisational support.

In September 2014, he joined our Group as a Natural Chief Manager where he handled sales performance. In March 2017, he was promoted to Director of Overseas Sales of our Company and held that position until October 2017. His responsibilities were expanded to include overseeing the sales strategies and performance of CUCKOO Singapore and CUCKOO Brunei (as our sub-distributor in Brunei) until October 2017. From November 2017 to June 2019, he was appointed as the President Director of CUCKOO Indonesia, where he was in charge of setting up and expanding the business of CUCKOO Indonesia.

In July 2019, he was transferred back to Malaysia and assumed the role of Chief Credit Officer where he was responsible for the collection division. Upon being re-designated as Chief Customer Officer in November 2019 his responsibilities were expanded to include the service division. In July 2022, he became our Chief Operating Officer where he has assumed his current responsibilities.

(iii) **Goh Hui Teng** *Chief Marketing Officer*

Goh Hui Teng, a Malaysian female aged 41, is our Chief Marketing Officer. She is primarily responsible for overseeing marketing, product development, human resources and administration, retail and asset management, customer service, and training.

She obtained a Certificate in Communication Studies from IACT College (formerly known as Institute Advertising Communication Training) ("**IACT College**") in June 2002. She subsequently obtained a Diploma in Advertising and a Diploma in Marketing Communications from IACT College in August 2004.

She began her career as a Client Servicing Executive at Yellow Gecko Sdn Bhd in September 2004 and held that position until April 2005. Her responsibilities included the servicing of the company's client accounts.

In April 2005, she joined Journal Multimedia Sdn Bhd as an Event Management Executive where she was mainly involved in the preparation and coordination of events until her departure in January 2006. From February 2006 to February 2007, she worked with Asia Media Monitoring Sdn Bhd as a Client Servicing Executive, where she handled business development and client servicing for new accounts.

In March 2007, she joined Woongjin Coway (M) Sdn Bhd (now known as Coway (Malaysia) Sdn Bhd) ("**Coway**") as an Advertising and Promotion Executive. She was promoted several times while within Coway, namely as Senior Advertising and Promotion Executive in March 2008, Assistant Manager in March 2009 and Manager in March 2012, a position which she held until August 2014. During her tenure with Coway, she was in charge of handling brand communications, public relations, and events.

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

She joined our Group in September 2014 as a Senior Marketing Manager. She was subsequently promoted to Director of Marketing in January 2017 where she was in charge of overseeing marketing, customer service and training. Thereafter, she was re-designated as Chief Marketing Officer in July 2019, where she assumed her current responsibilities.

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

5.4.4 Principal directorships and principal business activities performed by our Key Senior Management outside our Group

The following table sets out our Key Senior Management's principal directorships and principal business activities outside our Group as at the LPD ("Present Involvement"), and principal directorships outside our Group for the past five years preceding the LPD ("Past Involvement"):

(i) Yeong Kian Peng

Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
Present Involvements						
Six Fun Media Sdn Bhd	Activities of holding companies; reproduction of recorded media; and motion picture, video and television programme production activities	Shareholder	12.5	-	-	-
Past Involvements						
Nil						

(ii) Toh Seng Lee

Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
Present Involvements						
TSL The Starting Line Sdn Bhd	Commission agents for all kinds of home appliances, as event organiser, exhibition, promotion fair, training and other related services	Director and shareholder	100.0	-	23 May 2016	-

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

Name of company	Principal activities	Involvement in business activities	Equity interest (%)		Directorship	
			Direct	Indirect	Date of appointment	Date of resignation
Smart Circle Resources Sdn Bhd	Property investment; Real estate activities with own or leased property n.e.c.	Director and shareholder	-	25.0	6 August 2020	
MNHero Sdn Bhd	Crowdfunding for charities	Shareholder	0.5	-	-	-
Six Fun Media Sdn Bhd	Activities of holding companies; reproduction of recorded media; and motion picture, video and television programme production activities	Shareholder	16.7	-	-	-
Affinity Merger Sdn Bhd	Buying, selling, renting and operating of self-owned or leased real estate	Shareholder	13.0	-	-	-
Achievement Meet Sdn Bhd	Business of café and restaurant	Shareholder	15.0	-	-	-
Past Involvements						
NCM Team Holding (M) Sdn Bhd	Investment holding (in non-listed securities)	Director	-	-	4 August 2016	The company was dissolved on 21 September 2023
360 Holdings Sdn Bhd	Export and import of a variety of goods without any particular specialization n.e.c.	Director	-	-	6 December 2017	9 March 2020

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

(iii) Goh Hui Teng

				Equity interest (%)		Directorship		
Name of company		Principal activities	Involvement in business activities		Direct	Indirect	Date of appointment	Date of resignation
Present Involvements								
Six Fun Media Sdn. Bhd.		Activities of holding companies; reproduction of recorded media; and motion picture, video and television programme production activities	Director shareholder	and	16.7	-	28 May 2021	-
Gazeum Sdn Bhd		Wholesale of coffee, tea, cocoa and other beverages; activities of holding companies.	Shareholder		0.8	-	-	-
Past Involvements								
Wonderklean Sdn Bhd	Service	Other building and industrial cleaning activities, n.e.c.	Director		-	-	28 April 2020	The company was dissolved on 2 March 2023
360 Holdings Sdn Bhd		Export and import of a variety of goods without any particular specialization n.e.c	Director		-	-	6 December 2017	9 March 2020
Wealth Mastermind (M) Sdn Bhd (formerly known as Wonderlab Resources (M) Sdn Bhd)		General trading; to carry on the business of marketing all kind of goods, products, commodities and services	Director		-	-	9 October 2020	28 May 2024

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

The involvement of our Key Senior Management as disclosed above excludes shares in public listed companies held by our Key Senior Management as minority shareholders (less than 5.0% of the total number of issued shares of a public listed company) and in which they do not hold any directorship, and is only for trading and personal investment purposes.

The involvement of our Key Senior Management in other businesses outside of our Group does not affect their commitment, ability to perform their responsibilities and continued contribution to the day-to-day management and operations of our Group as the day-to-day operations of those other business are managed by the respective companies' management team and personnel, or the companies are investment holding companies which generate passive income.

5.4.5 Remuneration and material benefits-in-kind of our Key Senior Management

Please refer to Section 5.1.4 of this Prospectus for the remuneration and material benefits-in-kind of Hoe Kian Choon. The aggregate remuneration and material benefits-in-kind (including any contingent or deferred remuneration) paid and proposed to be paid to our Key Senior Management for their services rendered or to be rendered to us in all capacities within our Group for the FYE2023 and the FYE2024 are as follows:

Key Senior Management	Remuneration band		Actual amount paid in FYE2024 up to the LPD RM'000
	FYE 2023 (Paid)	FYE 2024 (Proposed)	
	RM'000	RM'000	
Yeong Kian Peng	550 – 600	700 – 750	450-500
Toh Seng Lee	700 – 750	850 – 900	500-550
Goh Hui Teng	550 – 600	650 – 700	350-400

The above remuneration for our Key Senior Management including salaries, bonuses, allowances, contributions to EPF, SOCSO and EIS, and other benefits-in-kind must be considered and recommended by our Nomination and Remuneration Committee and subsequently approved by our Board.

Save as disclosed below, our Key Senior Management has not exercised any share options for the FYE 2023 and the FYE 2024:

Key Senior Management	Date of allotment	No. of Shares acquired pursuant to share options	Total Consideration (RM)
Toh Seng Lee	6 April 2023 ⁽¹⁾	325,829	325,829
Goh Hui Teng	6 April 2023 ⁽¹⁾	325,829	325,829

Note:

- (1) Pursuant to an employee share option scheme to reward our Directors and management team which was granted on 15 October 2022. All of such options were fully exercised at an exercise price of RM1.00 per Share.

There were no further employee share options offered after 15 October 2022. As at the LPD, there are no outstanding options in respect of our Shares.

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

5.4.6 Service agreements with our Key Senior Management

As at the LPD, there are no existing or proposed service agreements between the companies within our Group and our Key Senior Management which provide for benefits upon termination of employment.

5.5 DECLARATION BY OUR PROMOTERS, DIRECTORS AND KEY SENIOR MANAGEMENT

None of our Promoters, Directors and Key Senior Management are or have been involved in any of the following events (whether within or outside Malaysia):

- (i) in the last 10 years, a petition under any bankruptcy or insolvency laws was filed (and not struck out) against him / her or any partnership in which he / she was a partner or any corporation of which he / she was a director or a member of key senior management;
- (ii) disqualified from acting as a director of any corporation, or from taking part directly or indirectly in the management of any corporation;
- (iii) in the last 10 years, charged and/or convicted in a criminal proceeding or is a named subject of a pending criminal proceeding;
- (iv) in the last 10 years, any judgement was entered against him / her, or finding of fault, misrepresentation, dishonesty, incompetence or malpractice on his / her part, involving a breach of any law or regulatory requirement that relates to the capital market;
- (v) in the last 10 years, being subject to any civil proceeding involving an allegation of fraud, misrepresentation, dishonesty, incompetence or malpractice on his / her part that relates to the capital market;
- (vi) being the subject of any order, judgement or ruling of any court, government, or regulatory authority or body temporarily enjoining him / her from engaging in any type of business practice or activity;
- (vii) being subject to any current investigation or disciplinary proceeding, or 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) any unsatisfied judgement against him / her.

5.6 FAMILY RELATIONSHIPS AND ASSOCIATIONS

Save as disclosed below, there are no family relationships or associations between our Promoters, Substantial Shareholders, Directors and Key Senior Management:

- (i) Koo Bon Hak, who is our Promoter, substantial shareholder and Non-Independent Non-Executive Chairman is:
 - (a) the Chief Executive Officer, a director, representative director and substantial shareholder of CKH; and
 - (b) a director and substantial shareholder of CUCKOO Holdings.
- (ii) Toh Seng Lee, who is our Chief Operating Officer is the spouse of Goh Hui Teng, who is our Chief Marketing Officer.