

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

5.1 PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

5.1.1 Promoters' and substantial shareholders' shareholdings

The shareholdings of our Promoters and substantial shareholders before our IPO and after the Acquisitions, after the Share Transfer, and after our IPO are as follows:

Name	Country of incorporation / Nationality	Before our IPO and after the Acquisitions				After the Share Transfer				After our IPO			
		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)%
PKYap Family Capital	Malaysia	-	-	-	-	83,520,000	11.33	-	-	83,520,000	9.00	-	-
PKYap Holdings	Malaysia	-	-	-	-	473,280,000	64.22	-	-	473,280,000	51.00	-	-
Datuk Yap	Malaysian	736,850,220	99.99	(4) 25,494	*	105,860,000	14.37	(5) 593,920,000	80.60	18,560,000	2.00	(5) 593,920,000	64.00
Datin Loh	Malaysian	1,208	*	-	-	18,560,000	2.52	(6) 83,520,000	11.33	18,560,000	2.00	(6) 83,520,000	9.00
Datuk Jacky Yap	Malaysian	24,286	*	-	-	18,560,000	2.52	(6) 83,520,000	11.33	18,560,000	2.00	(6) 83,520,000	9.00
Datuk Sean Yap	Malaysian	24,286	*	-	-	18,560,000	2.52	(6) 83,520,000	11.33	18,560,000	2.00	(6) 83,520,000	9.00
Yap Lih Shyan	Malaysian	-	-	-	-	18,560,000	2.52	(6) 83,520,000	11.33	18,560,000	2.00	(6) 83,520,000	9.00

Notes:

* Less than 0.01%

(1) Calculated based on the number of 736,900,000 Shares before our IPO and after the Acquisitions, details of which are set out in **Section 6.3.1** of this Prospectus.

(2) Calculated based on the number of 736,900,000 Shares before our IPO and after the Acquisitions and Share Transfer.

(3) Calculated based on our enlarged number of 928,000,000 Shares after our IPO.

(4) Deemed interested by virtue of his spouse, Datin Loh's and his son, Datuk Sean Yap's interest pursuant to Section 59(11) of the Act.

(5) Deemed interested by virtue of his shareholdings in PKYap Holdings and PKYap Family Capital pursuant to Section 8 of the Act and by virtue of his spouse, Datin Loh's and his son, Datuk Sean Yap's interest pursuant to Section 59(11) of the Act.

(6) Deemed interested by virtue of his/her shareholdings in PKYap Family Capital pursuant to Section 8 of the Act.

The Shares held by our Promoters and substantial shareholders do not have different voting rights from our other shareholders. Save for the above, there are no other persons who are able to, directly or indirectly, jointly or severally, exercise control over our Company. As at the LPD, there is no arrangement between our Company and our Promoters and our substantial shareholders with any third party which may result in a change in control of our Company at a date subsequent to our IPO and our Listing.

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

5.1.2 Profiles of Promoters and substantial shareholders

The profiles of our Promoters and substantial shareholders are as follows:

(i) PKYap Family Capital

Promoter and substantial shareholder

PKYap Family Capital, our Promoter and substantial shareholder, was incorporated as a private limited company in Malaysia on 15 September 2023 under the Act. As at the LPD, PKYap Family Capital's share capital is RM5 comprising 5 ordinary shares. The principal activity of PKYap Family Capital is investment holding and the investment objective is to hold shares in SPB Development. As at the LPD, the directors of PKYap Family Capital are Datuk Yap, Datin Loh, Datuk Jacky Yap, Datuk Sean Yap and Yap Lih Shyan. The shareholders of PKYap Family Capital are Datuk Yap, Datin Loh, Datuk Jacky Yap, Datuk Sean Yap and Yap Lih Shyan, each holding 20% equity interest in the company.

(ii) PKYap Holdings

Promoter and substantial shareholder

PKYap Holdings, our Promoter and substantial shareholder, was incorporated as a private limited company in Malaysia on 6 March 2023 under the Act. As at the LPD, PKYap Holdings' share capital is RM1,000 comprising 1,000 ordinary shares. The principal activity of PKYap Holdings is investment holding and the investment objective is to hold shares in SPB Development. As at the LPD, the directors of PKYap Holdings are Datuk Yap, Datin Loh, Datuk Jacky Yap, Datuk Sean Yap and Yap Lih Shyan. The shareholders of PKYap Holdings are Datuk Yap who holds 99.9% equity interest in the company while Datin Loh holds 0.1% equity interest in the company.

(iii) Datuk Yap

Promoter, substantial shareholder and Non-Independent Executive Chairman

Datuk Yap, a Malaysian aged 76, is our Promoter, substantial shareholder and Non-Independent Executive Chairman. He was appointed to our Board on 6 October 2022. He is responsible for our Group's overall business plans and strategies, market development activities, providing strategic guidance and direction to our Board. He has 43 years of experience in the construction and property development industry.

He is also an active life member of the Malaysia-China Chamber of Commerce (Malacca Branch) since 2001 and currently serves as the Deputy Treasurer for the 13th term (2022-2025) of the Malaysia-China Chamber of Commerce (Malacca Branch).

He left Sekolah Menengah Jenis Kebangsaan Katholik in 1961 before graduating and has since ventured into food and beverage business such as selling of drinks and poultry. Between 1976 to 1980, he established multiple sole proprietorships. These businesses were primarily involved in the trading of batteries and various general construction works.

In 1981, Datuk Yap founded SPBSB and served as an Executive Director. He was actively involved in the day-to-day business operations including tendering of construction works and site operations.

In 1990, Datuk Yap became a Director of Desa Johan Sdn Bhd, where he was involved in day-to-day business operations including the operations at construction site. Desa Johan Sdn Bhd was primarily engaged in subcontracting all construction works from SPBSB. However, in 1999, he made the decision to sell off all his shares in Desa Johan Sdn Bhd and subsequently left the company. His departure was driven by his intention to redirect SPBSB's focus towards property development.

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

In 1992, he was re-designated as the Managing Director of SPBSB. He continued to oversee the company's overall day-to-day operations, business development activities and strategic planning. He also leads and motivates employees. In 2022, he was appointed as our Non-Independent Executive Chairman, assuming his current responsibilities.

(iv) **Datin Loh**

Promoter and substantial shareholder

Datin Loh, a Malaysian aged 73, is our Promoter and substantial shareholder.

She completed her secondary education at Sekolah Menengah Kebangsaan Sultan Abdul Samad, Selangor in 1968. She graduated with a Diploma in Accountancy (London Chamber of Commerce and Industry) from the Goon Institute (now known as Goon International College), Selangor in 1972.

She began her career in 1972 as an Accounts Clerk at Lim Tan and Sons Sdn Bhd where she was responsible for maintaining accounts transactions, filing and documents processing. She left the company in 1976 and joined Chong Kok Lim & Sons (Holdings) Sdn Bhd as an Accounts Executive, where she had similar responsibilities including maintaining accounts transactions, filing and document processing.

She left the company in 1981 and joined SPBSB as an Office Manager in 1982 where she was responsible for maintaining accounts transactions, credit control, payment processing, filing and documents processing. In 2000, she was appointed as a Director of SPBSB where she was responsible for sales administration, credit control and cash flow budgeting. Thereafter, in 2022, her responsibilities are mainly involved in SPBSB's day-to-day operational matters to ensure that they are carried out efficiently and effectively. She has held this position to-date.

(v) **Datuk Jacky Yap**

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

Datuk Jacky Yap, a Malaysian aged 43, is our Promoter, substantial shareholder, Non-Independent Executive Director and Chief Executive Officer. He was appointed to our Board on 6 October 2022. He is responsible for the day-to-day operations of our Group including leading and overseeing matters related to project concept development, project budgeting, development planning, project negotiation, awarding project tenders, project implementation and overseeing the liaison activities with professionals and authorities to acquire permits and approval for development projects. He also ensures the effective and efficient business operation of our Group. He has 18 years of experience in construction and property development industry.

He graduated with a Bachelor of Engineering (with 1st Class Honours) in Electronic and Communication Engineering from the University of Warwick, United Kingdom in 2004. He subsequently obtained a Master of Science in Engineering (by Research) from the University of Warwick, United Kingdom in 2006. During his employment with our Group, he pursued a part time Master of Business Administration at the University of Manchester in 2012, which he completed in 2015.

He received the Ten Outstanding Young Malaysians (TOYM) Award from the Junior Chamber International (JCI) Malaysia for the category of Business, Economic and/or Entrepreneurial Accomplishment in 2020. He was appointed as the Vice President of the Malacca Builders Association in 2022.

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

He began serving as the Vice President of the Malacca Builders Association in June 2022 and will continue in this position until 2025.

He began his career in 2006 with S P Setia Project Management Sdn Bhd as a Sales Executive where he was involved in identifying new sales prospects and developing sales strategies.

He left the company in 2008 and joined our Group as a Business Development Manager in the same year where he was responsible for the execution of property development projects. In 2022, he was promoted to Chief Executive Officer of our Company, assuming his current responsibilities.

(vi) **Datuk Sean Yap**

Promoter, substantial shareholder and Chief Financial Officer

Datuk Sean Yap, a Malaysian aged 40, is our Promoter, substantial shareholder and Chief Financial Officer. He is responsible for managing and overseeing the overall accounting and finance functions of our Group including reviewing management accounts, overseeing project financing and taxation, managing cash flow and reviewing payments for our Group. He has 18 years of experience in audit, accounting and finance.

He graduated with a Bachelor of Science (with Honours) in Accounting and Finance from the University of Warwick, United Kingdom in 2006. He is a member of the Association of Chartered Certified Accountants ("**ACCA**") since 2011. He is a Chartered Accountant by profession and a member of the MIA since 2011.

He began his career in 2006 with PricewaterhouseCoopers in Malaysia (now known as PricewaterhouseCoopers PLT) ("**PwC Malaysia**") as an Associate in Assurance Services. He was subsequently promoted to Executive Senior in 2011, where he was responsible for audit planning, resolving audit issues and reviewing statutory accounts for companies from various industries such as property development, construction, manufacturing and distribution.

He left PwC Malaysia in 2011 and joined our Group as an Accountant where he was responsible for all accounting and finance matters of our Group. In 2022, he was promoted to Chief Financial Officer, assuming his current responsibilities.

(vii) **Yap Lih Shyan**

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

Yap Lih Shyan, a Malaysian aged 37, is our Promoter, substantial shareholder, Non-Independent Executive Director and Chief Operating Officer. She was appointed to our Board on 6 October 2022. She is responsible for overseeing the overall sales and marketing activities of our Group including setting sales targets, monitoring sales performance and building relationships with real property sales agencies. She is also responsible for overseeing the overall branding and marketing functions of our Group which includes formulating and implementing brand and marketing strategies for our residential projects and keeping abreast with the market supply and demand. In addition, she oversees the human resources and administration function, as well as IT-related activities within our Group. She has 9 years of experience in construction and property development industry.

She graduated with a Bachelor of Science in Economics from the University College London, United Kingdom in 2009. She subsequently obtained a Master of Science in Management from London Business School in 2010.

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

She began her career in 2010 with Accenture Solutions Sdn Bhd, a company principally involved in management consulting, as an Analyst where she was responsible for driving financial and market analysis in terms of expansion strategy for clients. Subsequently in 2012, she was promoted to Consultant where she was involved in business strategy consulting with various clients in the fast-moving consumer goods, logistics, oil & gas and heavy machinery industry for private companies, public listed companies and multinational companies in Malaysia, Singapore and Indonesia.

She left the company in 2014 and joined our Group as an Office Manager in 2015, where she was responsible for overseeing our Group's overall sales and marketing activities including sales and marketing plan for project launches, business development and human resources. In 2022, she was promoted to Chief Operating Officer, assuming her current responsibilities.

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

5.1.3 Changes in Promoters' and substantial shareholders' shareholdings

The changes in the shareholdings of our Promoters and substantial shareholders in our Company since incorporation are as follows:

Name	As at 6 October 2022 (date of incorporation)				As at the LPD				After the Acquisitions			
	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												
PKYap Family Capital	-	-	-	-	-	-	-	-	-	-	-	-
PKYap Holdings	-	-	-	-	-	-	-	-	-	-	-	-
Datuk Yap	2	100.00	-	-	999	99.90	(6)1	0.10	736,850,220	99.99	(7)25,494	*
Datin Loh	-	-	-	-	1	0.10	-	-	1,208	*	-	-
Datuk Jacky Yap	-	-	-	-	-	-	-	-	24,286	*	-	-
Datuk Sean Yap	-	-	-	-	-	-	-	-	24,286	*	-	-
Yap Lih Shyan	-	-	-	-	-	-	-	-	-	-	-	-
Name	After the Share Transfer				After our IPO							
	Direct		Indirect		Direct		Indirect					
	No. of Shares	(4)%	No. of Shares	(4)%	No. of Shares	(5)%	No. of Shares	(5)%				
Promoters and substantial shareholders												
PKYap Family Capital	83,520,000	11.33	-	-	83,520,000	9.00	-	-				
PKYap Holdings	473,280,000	64.22	-	-	473,280,000	51.00	-	-				
Datuk Yap	105,860,000	14.37	(8)593,920,000	80.60	18,560,000	2.00	(8)593,920,000	64.00				
Datin Loh	18,560,000	2.52	(9)83,520,000	11.33	18,560,000	2.00	(9)83,520,000	9.00				
Datuk Jacky Yap	18,560,000	2.52	(9)83,520,000	11.33	18,560,000	2.00	(9)83,520,000	9.00				
Datuk Sean Yap	18,560,000	2.52	(9)83,520,000	11.33	18,560,000	2.00	(9)83,520,000	9.00				
Yap Lih Shyan	18,560,000	2.52	(9)83,520,000	11.33	18,560,000	2.00	(9)83,520,000	9.00				

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

Notes:

- * *Less than 0.01%.*
- (1) *Calculated based on the total number of 2 Shares.*
- (2) *Calculated based on the total number of 1,000 Shares. On 2 November 2022, the allotment of 998 Shares was to include Datin Loh as a shareholder while Datuk Yap remains as the major shareholder of SPB Development before the IPO.*
- (3) *Calculated based on the number of 736,900,000 Shares before our IPO and after the Acquisitions, details of which are set out in **Section 6.3.1** of this Prospectus.*
- (4) *Calculated based on the number of 736,900,000 Shares before our IPO and after the Acquisitions and Share Transfer.*
- (5) *Calculated based on our enlarged number of 928,000,000 Shares after our IPO.*
- (6) *Deemed interested by virtue of his spouse, Datin Loh's interest pursuant to Section 59(11) of the Act.*
- (7) *Deemed interested by virtue of his spouse, Datin Loh's and his son, Datuk Sean Yap's interest pursuant to Section 59(11) of the Act.*
- (8) *Deemed interested by virtue of his shareholdings in PKYap Holdings and PKYap Family Capital pursuant to Section 8 of the Act and by virtue of his spouse, Datin Loh's and his son, Datuk Sean Yap's interest pursuant to Section 59(11) of the Act.*
- (9) *Deemed interested by virtue of his/her shareholdings in PKYap Family Capital pursuant to Section 8 of the Act.*

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

5.1.4 Amounts or benefits paid or intended to be paid or given to our Promoters and substantial shareholders

Save as disclosed below, there are no other amounts and benefits that have been paid or intended to be paid or given to our Promoters and substantial shareholders within the 2 years preceding the date of this Prospectus:

- (i) issuance of our Shares as consideration for the Acquisitions;
- (ii) the dividends declared and paid and intended to be declared and paid by our Group as set out in **Section 12.18** of this Prospectus; and
- (iii) the aggregate amounts or benefits paid or intended to be paid or given to:
 - (a) our Promoter and substantial shareholder, Datuk Yap, who is also our Non-Independent Executive Chairman, for services rendered to our Group in all capacities as set out in **Section 5.2.4** of this Prospectus;
 - (b) our Promoter and substantial shareholder, Datin Loh, who is also a director of some of our Subsidiaries, for services rendered to our Group as set out below:

	Salary	⁽¹⁾ Other emoluments	Bonus	Benefits- in-kind	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
FYE 2023 (Paid)	195	38	-	21	254
FYE 2024 (Proposed)	420	73	-	21	514

Note:

(1) Includes employer's contribution to EPF, SOCSO and EIS (where applicable).

- (c) our Promoter and substantial shareholder, Datuk Jacky Yap, who is also our Non-Independent Executive Director and Chief Executive Officer, for services rendered to our Group in all capacities for the FYE 2023 and FYE 2024 as set out in **Section 5.2.4** of this Prospectus;
- (d) our Promoter, Datuk Sean Yap, who is also our Chief Financial Officer, for services rendered to our Group in all capacities for the FYE 2023 and FYE 2024 are as set out in **Section 5.3.4** of this Prospectus; and
- (e) our Promoter, Yap Lih Shyan, who is also our Non-Independent Executive Director and Chief Operating Officer, for services rendered to our Group in all capacities for the FYE 2023 and FYE 2024 as set out in **Section 5.2.4** of this Prospectus.

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

5.2 BOARD OF DIRECTORS

Our Board as at the LPD 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:

Name	Designation	Age	Date of appointment as Director	Date of expiration of the current term of office ⁽¹⁾	Duration in office up to the LPD
Datuk Yap	Non-Independent Executive Chairman	76	6 October 2022	Subject to retirement by rotation at the AGM 2025	1 year 10 months
Datuk Jacky Yap	Non-Independent Executive Director / Chief Executive Officer	43	6 October 2022	Subject to retirement by rotation at the AGM 2025	1 year 10 months
Yap Lih Shyan	Non-Independent Executive Director / Chief Operating Officer	37	6 October 2022	Subject to retirement by rotation at the AGM in 2026	1 year 10 months
Dato' Asmuni Bin Sudin	Senior Independent Non-Executive Director	67	13 July 2023	Subject to retirement by rotation at the AGM in 2026	1 year 1 month
Oh Ai Sim	Independent Non-Executive Director	66	13 July 2023	Subject to retirement by rotation at the AGM in 2027	1 year 1 month
Dr. Yan Huey Jiu	Independent Non-Executive Director	61	13 July 2023	Subject to retirement by rotation at the AGM in 2027	1 year 1 month

Note:

- (1) *In accordance with our Constitution, an election of Directors shall take place each year. At the first AGM of our Company all our Directors shall retire from office, and at the AGM in every subsequent year, one-third (1/3) of our Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office. All Directors shall retire from office once at least in each 3 years and shall be eligible for re-election. A retiring director shall retain office until the close of the meeting at which he / she retires.*

Our Board notes and takes into account the MCCG, which contains recommendations to improve upon or to enhance corporate governance as a fundamental part of the business activities and culture of our Company. Our Board is also committed to achieving and fostering high standards of corporate governance. We have commenced the adoption of the practices as recommended by the MCCG in July 2024 and our Group has fully adopted all the recommended practices in the MCCG. We will provide a statement on the extent of compliance with the MCCG in our first annual report after Listing.

For details on the association of family relationship between our substantial shareholders, Promoters, Directors and Key Senior Management, please refer to **Section 5.6** of this Prospectus.

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

5.2.1 Profiles of Directors

Save for the profiles of Datuk Yap who is our Non-Independent Executive Chairman and Datuk Jacky Yap and Yap Lih Shyan who are our Non-Independent Executive Directors, as set out in **Section 5.1.2** of this Prospectus, the profiles of our other Directors are as follows:

(i) **Dato' Asmuni Bin Sudin**

Senior Independent Non-Executive Director and Remuneration Committee Chairman

Dato' Asmuni Bin Sudin, a Malaysian aged 67, is our Senior Independent Non-Executive Director. He was appointed to our Board on 13 July 2023. He is also the Chairman of our Remuneration Committee and member of our Nominating Committee and Audit and Risk Management Committee.

He obtained his Bachelor of Economics from the University of Malaya in 1980 and he has been a Chartered Member of the Chartered Institute of Islamic Finance Professionals (CIIF).

He began his career in 1981 at Malayan Banking Berhad ("**Maybank**") as a Trainee Officer. He rose through the ranks to become a Branch Manager in 1990. He was promoted to the Head of Regional Enterprise Financial Services of Maybank for the Northern Region of Peninsular Malaysia in 2005 and subsequently for the Federal Territory of Kuala Lumpur as the Head of Regional Business Banking Federal Territory in 2009.

That same year, he was appointed as the General Manager/Country Head of Maybank Brunei Operations, where he was responsible for the overall business in Brunei and ensuring regulatory compliance. Upon his return in 2010 he was appointed as the Regional Director of Selangor/Negeri Sembilan, Community Distribution, Community Financial Services of Maybank in Selangor.

After leaving Maybank in 2011, he joined Bank Pertanian Malaysia Berhad ("**AgroBank**") as the Chief Operations Officer, where he was responsible for overseeing the overall operations of the bank. He was later redesignated as the Chief Financial Services Officer in 2013, where he was responsible for managing the overall business activities of AgroBank.

In 2017, he joined Bank Kerjasama Rakyat Malaysia Berhad ("**Bank Rakyat**") as the Chief Operating Officer of the Banking Operation, where he was responsible for overseeing the overall operations of the bank. He retired from Bank Rakyat in 2019.

He currently sits on the board of Malaysia Debt Ventures Berhad since 2020. He is an Independent Non-Executive Director of PT Resources Holdings Berhad since 2020. In addition, he was an Independent Non-Executive Director of One Glove Group Berhad (formerly known as Gets Global Berhad) since 2021 until his redesignation as the Independent Non-Executive Chairman in November 2022.

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

(ii) Oh Ai Sim

Independent Non-Executive Director and Audit and Risk Management Committee Chairperson

Oh Ai Sim, a Malaysian aged 66, is our Independent Non-Executive Director. She was appointed to our Board on 13 July 2023. She is also the Chairperson of our Audit and Risk Management Committee and a member of our Nominating Committee and Remuneration Committee.

She obtained her Bachelor of Social Sciences (Hons) from the Universiti Sains Malaysia in 1982. She is a Member of The Malaysian Institute of Certified Public Accountants ("MICPA") and a member of the MIA since 1988.

She began her career in 1983 as an Audit Assistant at Coopers & Lybrand in Malaysia (now known as PricewaterhouseCoopers PLT) ("**PwC Malaysia**"). She was responsible for supporting the audit process, by performing audit procedures, analyzing financial statements, verifying documentation, as well as assisting in the planning and preparation of audits and audit reports. She was promoted to Audit Senior in 1985, where her responsibilities include planning and preparing for audits, leading and managing audit engagements, executing audit procedures, supervising audit teams, assessing risks, and ensuring compliance with professional standards.

She left PwC Malaysia in 1988 and joined Price Waterhouse in Singapore (now known as PricewaterhouseCoopers Singapore) ("**PwC Singapore**") as an Audit Senior, where her responsibilities remained largely similar to her role as Audit Senior in PwC Malaysia. Later she was promoted to Supervising Senior, where she was responsible in managing, reviewing, and supervising various audit engagements. She left the company after a five-year tenure with the company.

In 1993, she returned to join PwC Malaysia as an Audit Manager where she was responsible in managing a portfolio of audit engagements. She was promoted to Executive Director in 2002, where she was responsible in overseeing the technical aspects of her audit engagements, building and maintaining relationships with audit clients, managing resources such as staffing, budgeting and collection of fees effectively, and providing training programs that are relevant to the needs of the audit juniors in carrying out audit activities. She held this position until 2011.

She left PwC Malaysia in 2011 and since then, she is self-employed as a freelance lecturer for professional exams conducted by CPA Australia and Chartered Accountants of Australia and New Zealand. She is also a Trainer for participants enrolled in Certified Professional Education (CPE) Programmes conducted by MIA, MICPA, Institute of Singapore Chartered Accountants (ISCA) and ACCA Malaysia. As a freelance trainer and lecturer, she is responsible for developing supplementary course notes for the teaching material, and conducts in-house and client training covering financial reporting standards and audit related topics.

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

(iii) Dr. Yan Huey Jiu

Independent Non-Executive Director and Nominating Committee Chairperson

Dr. Yan Huey Jiu, a Malaysian aged 61, is our Independent Non-Executive Director. She was appointed to our Board on 13 July 2023. She is the Chairperson of our Nominating Committee and a member of our Remuneration Committee and Audit and Risk Management Committee.

She obtained her Bachelor of Accountancy (Honours) from Universiti Utara Malaysia in 1988, and Master of Business Administration (Finance) ("MBA") from the University of Hull in 1995. In 2018, she was awarded the Doctor of Business Administration ("DBA") from HELP University. She is a member of the MIA since 1991 and a Certified Financial Planner of the Financial Planning Association of Malaysia since 2003. She is also a Chartered Global Management Accountant and an Associate of the Chartered Institute of Management Accountants since 2019. She became a Fundamentals of Sustainability Accounting (FSA) credential holder with the International Financial Reporting Standards (IFRS) Foundation in 2023.

She began her career in 1988 as an Audit Assistant at Price Waterhouse in Malaysia (now known as PricewaterhouseCoopers PLT) in 1988 where she was involved in providing financial audit services. She was promoted to Audit Senior in 1991, where she was responsible in leading audit teams to perform financial audits. She left the firm in 1991 and joined Organizational Resources Sdn Bhd as an Accounting Teacher for Prime College in 1992. After a brief stint as an Accounting Teacher at Prime College, she left to pursue her MBA in 1993.

Upon completing her MBA in 1995, she joined Learning Dynamics Sdn Bhd as an Accountant, where she was responsible for the accounting operations including setting up accounting system of the company and credit control. In the same year, she was promoted to Finance Manager, where she was responsible for the improvement on policies and processes, taxation, financing and statutory reporting.

She left Learning Dynamics Sdn Bhd in 1996 and joined Tenggara Cement Manufacturing Sdn Bhd as a Senior Accountant where she was responsible for monitoring and managing financial and accounting functions of the group, overseeing financial statements, providing accurate and timely financial information. In 1999, she was transferred to Tenggara Capital Berhad (now known as Tenggara Oil Berhad), the holding company of Tenggara Cement Manufacturing Sdn Bhd, and was involved in corporate reporting and handling various corporate exercises.

She left Tenggara Oil Berhad in 2000 and joined Brunsfield Development Sdn Bhd as Senior Accountant and subsequently as Finance Manager in 2001. She was responsible for the financial management of the company including securing financing, cost optimisation and ensuring regulatory compliance.

In the same year, she resigned from Brunsfield Development Sdn Bhd and returned to Tenggara Oil Berhad as Finance Manager. She was promoted to the position of General Manager, Finance in 2002, where she took charge of corporate reporting and corporate exercises of the group. She left Tenggara Oil Berhad in 2005 and joined Wawasan TKH Sdn Bhd as the General Manager, Finance in the same year. Subsequently, she was transferred to the same position in Wawasan TKH Holdings Berhad in 2007. During her tenure with the company, she oversaw corporate reporting and handled various corporate exercises for the group.

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

From 2009 to 2011, she pursued her doctorate with HELP University on a part time basis while she was working in Wawasan TKH Holdings Berhad. She left Wawasan TKH Holdings Berhad in 2012 and joined HELP University Sdn Bhd as Financial Controller where she was responsible for managing financial aspects of construction projects for HELP University and HELP International School, implementing SAP II ERP systems, and handling policy documentation and statutory reporting. She went on sabbatical leave from 2015 to 2016 for her DBA dissertation research. In 2016, she was appointed as a Senior Lecturer cum Senior Manager in HELP University Sdn Bhd, where she was responsible for quality assurance and accreditation of business programmes in its graduate school. She also served as the Secretary of the Academic Board and Industry Advisory Board for the graduate school.

After leaving HELP University Sdn Bhd in 2022, she co-founded the Malaysian Association of Public Advocacy for Nature (MAPAN), a non-governmental and non-profit organization.

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

5.2.2 Directors' shareholdings

The shareholdings of our Directors in our Company before our IPO and after the Acquisitions and after Share Transfer and our IPO are as follows:

Name	Before our IPO and after the Acquisitions				After the Share Transfer				After our IPO			
	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)%
Datuk Yap	736,850,220	99.99	⁽⁴⁾ 25,494	*	105,860,000	14.37	⁽⁵⁾ 593,920,000	80.60	18,560,000	2.00	⁽⁵⁾ 593,920,000	64.00
Datuk Jacky Yap	24,286	*	-	-	18,560,000	2.52	⁽⁶⁾ 83,520,000	11.33	18,560,000	2.00	⁽⁶⁾ 83,520,000	9.00
Yap Lih Shyan	-	-	-	-	18,560,000	2.52	⁽⁶⁾ 83,520,000	11.33	18,560,000	2.00	⁽⁶⁾ 83,520,000	9.00
Dato' Asmuni Bin Sudin	-	-	-	-	-	-	-	-	-	-	-	-
Oh Ai Sim	-	-	-	-	-	-	-	-	-	-	-	-
Dr. Yan Huey Jiu	-	-	-	-	-	-	-	-	-	-	-	-

Notes:

* Less than 0.01%.

(1) Calculated based on the number of 736,900,000 Shares before our IPO of and after the Acquisitions, details of which are set out in **Section 6.3.1** of this Prospectus.

(2) Calculated based on the number of 736,900,000 Shares before our IPO and after the Acquisitions and Share Transfer.

(3) Calculated based on our enlarged number of 928,000,000 Shares after our IPO.

(4) Deemed interested by virtue of his spouse, Datin Loh's and his son, Datuk Sean Yap's interest pursuant to Section 59(11) of the Act.

(5) Deemed interested by virtue of his shareholdings in PKYap Holdings and PKYap Family Capital pursuant to Section 8 of the Act and by virtue of his spouse, Datin Loh's and his son, Datuk Sean Yap's interest pursuant to Section 59(11) of the Act.

(6) Deemed interested by virtue of his/her shareholdings in PKYap Family Capital pursuant to Section 8 of the Act.

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

5.2.3 Principal business activities and directorships outside of our Group

Save as disclosed below, none of our Directors have any other principal business activities performed outside our Group (including principal directorship and shareholding in the past 5 years and up to the LPD) as at the LPD:

(i) Datuk Yap

Company	Principal business activities	Involvement in business activities	Date of appointment as director	Date of resignation as director	Equity interest held	
					Direct	Indirect
					%	%
<u>Present directorships / shareholdings / other business involvement outside our Group</u>						
Pakar Mewah	Property owner ⁽¹⁾	Director / Shareholder	28 February 1992	-	20.00	-
PKYap Family Capital	Investment holding ⁽²⁾	Director / Shareholder	15 September 2023	-	20.00	-
PKYap Holdings	Investment holding ⁽²⁾	Director / Shareholder	6 March 2023	-	99.90	-
PSRSB	Properties letting and office management service	Director / Shareholder	5 January 1996	-	51.00	-
<u>Past directorships / shareholdings outside our Group</u>						
Anjuran Setara	Wound up ⁽³⁾	Director / Shareholder	23 February 2015	29 December 2022	100.00	-
Estet Pkhs Sdn Bhd	Dissolved ⁽⁴⁾	Director / Shareholder	8 May 2009	4 January 2021	40.00	-
Fusion Link (MM2H) Sdn Bhd	Dissolved ⁽⁵⁾	Director / Shareholder	23 January 1984	14 March 2022	100.00	-
Jubli Astana	Dissolved ⁽⁶⁾	Director / Shareholder	17 August 2015	8 August 2023	80.00	-
Muafakat Seribina	Dissolved ⁽⁷⁾	Director / Shareholder	15 December 2020	29 July 2022	70.00	-
Pernara Jaya	Dissolved ⁽⁸⁾	Director / Shareholder	30 October 1986	30 December 2022	100.00	-
Prasarana Pesona ⁽⁹⁾	Building contractor	Director / Shareholder	14 October 2014	30 December 2022	100.00	-

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

Notes:

- (1) *Pakar Mewah's principal activity is property owner where it only owns the private residential property occupied by Datuk Yap and his family for their own stay.*
- (2) *The investment objective of PKYap Family Capital and PKYap Holdings is to hold shares in SPB Development.*
- (3) *Anjuran Setara was wound up on 20 April 2023. Prior to winding up, the principal business activity of Anjuran Setara was management consultant.*
- (4) *Estet Pkhs Sdn Bhd was dissolved on 4 January 2021. Prior to dissolution, Estet Pkhs Sdn Bhd was dormant.*
- (5) *Fusion Link (MM2H) Sdn Bhd was dissolved on 14 March 2022. Prior to dissolution, Fusion Link (MM2H) Sdn Bhd was dormant.*
- (6) *Jubli Astana was dissolved on 21 December 2023, Prior to dissolution, Jubli Astana was dormant.*
- (7) *Muafakat Seribina was dissolved on 9 June 2023. Prior to dissolution, the principal business activity of Muafakat Seribina was management consultant.*
- (8) *Pernara Jaya was dissolved on 30 December 2022. Prior to dissolution, the principal business activity of Pernara Jaya was buying, selling, renting and operating of self-owned or leased real estate - residential buildings.*
- (9) *Datuk Yap, Datuk Jacky Yap and Datuk Sean Yap had disposed their entire equity interest in Prasarana Pesona on 16 January 2023. Prior to the disposal, Prasarana Pesona was principally involved in the construction of affordable housing projects.*

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

(ii) Datuk Jacky Yap

Company	Principal business activities	Involvement in business activities	Date of appointment as director	Date of resignation as director	Equity interest held	
					Direct	Indirect
					%	%
<u>Present directorships / shareholdings / other business involvement outside our Group</u>						
Pakar Mewah	Property owner ⁽¹⁾	Director / Shareholder	10 August 2011	-	20.00	-
PKYap Family Capital	Investment holding ⁽²⁾	Director / Shareholder	15 September 2023	-	20.00	-
PKYap Holdings	Investment holding ⁽²⁾	Director	6 March 2023	-	-	-
PSRSB	Properties letting and office management service	Director	17 April 2007	-	-	-
<u>Past directorships / shareholdings outside our Group</u>						
Anjuran Setara	Wound up ⁽³⁾	Director / Shareholder	23 February 2015	29 December 2022	⁽⁴⁾ -	-
Bitara Niaga	Property development	Director / Shareholder	24 October 2018	11 October 2023	20.00	-
Estet Pkhs Sdn Bhd	Dissolved ⁽⁵⁾	Director / Shareholder	8 May 2009	4 January 2021	30.00	-
Fusion Link (MM2H) Sdn Bhd	Dissolved ⁽⁶⁾	Director	10 August 2011	14 March 2022	-	-
Jubli Astana	Dissolved ⁽⁷⁾	Director / Shareholder	17 August 2015	8 August 2023	10.00	-
Pernara Jaya	Dissolved ⁽⁸⁾	Director	10 August 2011	30 December 2022	-	-
Prasarana Pesona ⁽⁹⁾	Building contractor	Director / Shareholder	22 September 2014	30 December 2022	⁽⁴⁾ -	-

Notes:

- (1) *Pakar Mewah's principal activity is property owner where it only owns the private residential property occupied by Datuk Jacky Yap and his family for their own stay.*
- (2) *The investment objective of PKYap Family Capital and PKYap Holdings is to hold shares in SPB Development.*
- (3) *Anjuran Setara was wound up on 20 April 2023. Prior to winding up, the principal business activity of Anjuran Setara was management consultant.*
- (4) *The number of shares held is negligible and less than 0.01%.*
- (5) *Estet Pkhs Sdn Bhd was dissolved on 4 January 2021. Prior to dissolution, Estet Pkhs Sdn Bhd was dormant.*

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

- (6) *Fusion Link (MM2H) Sdn Bhd was dissolved on 14 March 2022. Prior to dissolution, Fusion Link (MM2H) Sdn Bhd was dormant.*
- (7) *Jubli Astana was dissolved on 21 December 2023. Prior to dissolution, Jubli Astana was dormant.*
- (8) *Pernara Jaya was dissolved on 30 December 2022. Prior to dissolution, the principal business activity of Pernara Jaya was buying, selling, renting and operating of self-owned or leased real estate - residential buildings.*
- (9) *Datuk Yap, Datuk Jacky Yap and Datuk Sean Yap had disposed their entire equity interest in Prasarana Pesona on 16 January 2023. Prior to the disposal, Prasarana Pesona was principally involved in the construction of affordable housing projects.*

(iii) Yap Lih Shyan

Company	Principal business activities	Involvement in business activities	Date of appointment as director	Date of resignation as director	Equity interest held	
					Direct	Indirect
					%	%
<u>Present directorships / shareholdings / other business involvement outside our Group</u>						
Pakar Mewah	Property owner ⁽¹⁾	Director / Shareholder	22 May 2020	-	20.00	-
PKYap Family Capital	Investment holding ⁽²⁾	Director / Shareholder	15 September 2023	-	20.00	-
PKYap Holdings	Investment holding ⁽²⁾	Director	6 March 2023	-	-	-
PSRSB	Properties letting and office management service	Director	14 May 2018	-	-	-
<u>Past directorships / shareholdings outside our Group</u>						
Anjuran Setara	Wound up ⁽³⁾	Director	14 May 2018	29 December 2022	-	-
Zen Serbajuta	Wound up ⁽⁴⁾	Director / Shareholder	24 October 2019	8 August 2022	50.00	-

Notes:

- (1) *Pakar Mewah's principal activity is property owner where it only owns the private residential property occupied by Yap Lih Shyan and her family for their own stay.*
- (2) *The investment objective of PKYap Family Capital and PKYap Holdings is to hold shares in SPB Development.*
- (3) *Anjuran Setara was wound up on 20 April 2023. Prior to winding up, the principal business activity of Anjuran Setara was management consultant.*
- (4) *Zen Serbajuta was wound up on 20 April 2023. Prior to winding up, the principal business activity of Zen Serbajuta was providing business management consultants services in various fields.*

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)
(iv) Dato' Asmuni Bin Sudin

Company	Principal business activities	Involvement in business activities	Date of appointment as director	Date of resignation as director	Equity interest held	
					Direct	Indirect
					%	%
<u>Present directorships / shareholdings / other business involvement outside our Group</u>						
MDV Startup Accelerator Sdn Bhd	Dormant ⁽¹⁾	Director	5 October 2022	-	-	-
Malaysia Debt Ventures Berhad	Engaged in the provision of financing facilities to the information and communication technology (ICT), biotechnology and other emerging technology sectors as mandated by the Government of Malaysia to spur the development of the ICT and biotechnology sectors in Malaysia	Independent Non-Executive Director	13 August 2020	-	-	-
One Glove Group Berhad	Investment holding company with its active subsidiary principally involved in the manufacturing, sales and marketing of gloves and other related activities	Independent Non-Executive Chairman / Shareholder	24 February 2021	-	0.06	-
PT Resources Holdings Berhad	Investment holding and provision of management services with its subsidiaries principally involved in the processing and trading of frozen seafood products as well as retail trading of meat and non-meat products	Independent Non-Executive Director / Shareholder	11 November 2020	-	0.02	-

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

Company	Principal business activities	Involvement in business activities	Date of appointment as director	Date of resignation as director	Equity interest held	
					Direct	Indirect
YPJ Golf Resort Berhad	To establish, maintain, and provide golf course and recreational facilities	Shareholder	-	-	(2)-	-
<u>Past directorships / shareholdings outside our Group</u>						
IAP Integrated Sdn Bhd	In the process of winding up ⁽³⁾	Director	31 October 2019	20 November 2019	-	-
Raeed Holdings Sdn Bhd	In the process of winding up ⁽⁴⁾	Director	31 October 2019	20 November 2019	-	-

Notes:

- (1) The intended principal activity of the entity will be to serve as a special purpose vehicle for Malaysia Debt Ventures Berhad and its group of companies that will raise fund from potential investors. As at the LPD, the company has not commenced the intended business activities.
- (2) The number of shares held is negligible and less than 0.01%.
- (3) Prior to winding up, IAP Integrated Sdn Bhd was principally involved in the provision of multi-bank platform that facilitates in channeling of funds from investors to finance viable ventures and projects; advisory and consultancy.
- (4) Prior to winding up, Raeed Holdings Sdn Bhd was an investment holding company, which held the entire issued share capital of IAP Integrated Sdn Bhd.

(v) Oh Ai Sim

Sole proprietorship	Principal business activities	Involvement in business activities	Date of appointment as director	Date of resignation as director	Equity interest held	
					Direct	Indirect
					%	%
<u>Present directorships / shareholdings / other business involvement outside our Group</u>						
CPE Strategy Services	Training in auditing and accounting	Sole Proprietor	-	-	100.00	-

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

(vi) Dr. Yan Huey Jiuan

Dr. Yan Huey Jiuan does not have any principal directorship, shareholding, and / or principal business activities performed outside our Group (including principal directorships in the past 5 years prior to the LPD) as at the LPD

The involvement of our Directors mentioned above in the other principal business activities outside our Group does not preclude them from allocating or committing their time and effort to our Group in their respective roles as our Directors, as:

- (i) our Independent Non-Executive Directors are not involved in the day-to-day operations of our Group; and
- (ii) our Non-Independent Executive Directors are not involved in the management and day-to-day operations of these businesses, other than attending meetings of the board of directors on which they serve. Such businesses do not require their involvement on a daily basis as these businesses are managed by their respective management. Our Non-Independent Executive Directors are of the view that although they are involved in other businesses outside our Group, they are able to devote sufficient time and attention to the affairs of our Group to carry out their respective duties.

There is no conflict of interest or potential conflict of interest based on our Directors' (i) present involvement in principal business activities outside of our Group in view that these business activities are not similar to our Group's business; and (ii) past directorships in companies outside of our Group as set out above as our Directors have ceased to be involved in those companies.

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)**5.2.4 Directors' remuneration and material benefits in-kind**

The details of the remuneration and material benefits in-kind paid in the FYE 2023 and proposed to be paid in the FYE 2024 to our Directors for services rendered to our Group in all capacities are as follows:

Paid for the FYE 2023	Salary	Directors' Fee	Bonus	(1)Statutory Contributions	Allowances	Benefits-in-kind	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Datuk Yap	285	-	-	55	-	-	340
Datuk Jacky Yap	485	-	13	99	-	51	648
Yap Lih Shyan	360	-	-	71	-	10	441
Dato' Asmuni Bin Sudin	-	-	-	-	-	-	-
Oh Ai Sim	-	-	-	-	-	-	-
Dr. Yan Huey Jiuan	-	-	-	-	-	-	-

Note:

(1) Includes employer's contribution to EPF, SOCSO and EIS (where applicable).

Proposed for the FYE 2024	Salary	Directors' Fee	Bonus	(1)Statutory Contributions	Allowances	Benefits-in-kind	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Datuk Yap	420	-	-	18	-	-	438
Datuk Jacky Yap	660	-	-	128	-	25	813
Yap Lih Shyan	360	-	-	71	-	11	442
Dato' Asmuni Bin Sudin	-	-	-	-	-	-	-
Oh Ai Sim	-	-	-	-	-	-	-
Dr. Yan Huey Jiuan	-	-	-	-	-	-	-

Note:

(1) Includes employer's contribution to EPF, SOCSO and EIS (where applicable).

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

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

5.2.5 Board practices

(i) Responsibility of our Board

Subject to the limitations of our Constitution, our Board has adopted a charter ("**Board Charter**"), which sets out, among others the following responsibilities of our Board for effective discharge of its functions:

- (a) to review and approve strategies, business plans and key policies for our Group and monitor senior management's performance in implementing them, taking into account the sustainability and long-term value creation of our Group's business and strategic direction, with attention given to the ESG considerations underpinning sustainability and governance aspects of the business;
- (b) to set corporate values and clear lines of responsibility and accountability, including governance systems and processes that are communicated throughout our Group;
- (c) to ensure full compliance and to carry out the duties of our Board in accordance with the relevant provisions of the Listing Requirements, the CMSA, the Act, the MCGG and all applicable laws, regulations and guidelines;
- (d) to adopt a sustainability policy as oversight on ESG strategy of our Group and strategic management of material ESG-related risks and opportunities in order to ensure our Group remains resilient and is able to meet sustainability goals and maintain the confidence of our stakeholders;
- (e) to ensure that the tax corporate governance framework is effective and implemented in order to manage tax matters systematically, promote tax compliance and reduce the incidents of non-compliance on tax matters;
- (f) to ensure that there shall be unrestricted access to independent advice or expert advice at our Company's expense in furtherance of our Board's duties;
- (g) to formalise the ethical standards through a code of conduct which will be applicable throughout our Group and ensure compliance with our Board Charter;
- (h) to ensure that our Company has a proper and robust succession plan for our senior management and Directors. Succession planning refers to the process of selecting, training, appointing, monitoring, evaluating and if warranted, replacing any senior management and Directors to ensure succession;
- (i) to review and approve proposals for the allocation of capital and other resources within our Group;
- (j) to ensure that our Board has adequate procedures in place to receive reports from our senior management periodically and / or on a timely manner, so that our Board has reasonable grounds to make proper judgement on financial matters and business prospects of our Group on an ongoing basis;
- (k) to approve our Company's annual reports and unaudited periodic financial statements as required by the relevant regulators and authorities including, but not limited to, other published financials and materials as well as significant statements issued to shareholders;

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

- (l) to establish procedures to assess any related party transactions or conflict of interest situations that may arise within our Company or our Group, including any transaction, procedure or course of conduct that raises questions of management integrity;
- (m) to establish and ensure the effective functioning and monitoring of our Board Committees then to delegate appropriate authority and terms of reference to such committees established by our Board;
- (n) to strive to achieve an optimum balance and dynamic mix of competent and diverse skillsets amongst the members of our Board;
- (o) together with our senior management, promote good corporate governance culture within our Group which reinforces ethical, prudent and professional behaviour; and
- (p) to ensure that our Group has in place procedures to enable effective communication with stakeholders.

(ii) Audit and Risk Management Committee

Our Audit and Risk Management Committee comprises the following members:

Name	Designation	Directorship
Oh Ai Sim	Chairperson	Independent Non-Executive Director
Dr. Yan Huey Jiuan	Member	Independent Non-Executive Director
Dato' Asmuni Bin Sudin	Member	Senior Independent Non-Executive Director

The Audit and Risk Management Committee's duties and responsibilities as stated in its terms of reference include, among others, the following:

- (a) the Chairman together with other members should ensure, amongst others, that:
 - (aa) the Audit and Risk Management Committee is fully informed about significant matters related to our Group's audit and its financial statements and address these matters;
 - (bb) the Audit and Risk Management Committee appropriately communicates its insights, views and concerns about the relevant transactions and events to the internal and external auditors;
 - (cc) the Audit and Risk Management Committee's concerns on matters that may have an effect on the financial audit of our Group are communicated to the external auditors; and
 - (dd) there is co-ordination between internal and external auditors.
- (b) to review with the external auditors, our Group's quarterly results and year-end financial statements, before submission to our Board;
- (c) to consider and recommend the appointment or re-appointment of external auditors and their audit fees;
- (d) to review and discuss with the external auditors on the following and report the same to our Board:

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

- (aa) audit plan, audit report and evaluation of the system of internal controls;
- (bb) the assistance given by the employees of our Company to the external auditors; and
- (cc) external auditors' report of deficiencies in internal control and management's response thereto;
- (e) to review with the internal auditors on the following and report the same to our Board:
 - (aa) annual audit plan which is risk-based and focused on significant risk areas to ensure adequate scope and comprehensive coverage over the activities of our Group; and
 - (bb) effectiveness of the internal audit processes as well as the adequacy of resources, competency and the necessary authority for the internal audit function;
- (f) to review the terms of any related party transactions, conflict of interest situations, recurrent related party transactions and non-recurring corporate proposals involving related parties that may arise within our Company or our Group;
- (g) to review and assess the adequacy and effectiveness of risk management policies and framework in identifying, measuring, monitoring and controlling risk and the extent to which these are operating effectively;
- (h) to review and recommend risk management strategies, policies and level of risk tolerance for our Board's approval;
- (i) to review the Annual Statement of Risk Management and Internal Control to be published in the Annual Report of our Company;
- (j) to investigate any activity within its term of reference and seek any information it requires from any employee of our Group for the purpose of discharging its functions and responsibilities; and
- (k) to undertake such other assignments as requested by our Board from time to time or as the Audit and Risk Management Committee considers appropriate.

(iii) Nominating Committee

Our Nominating Committee comprises the following members:

Name	Designation	Directorship
Dr. Yan Huey Jiuian	Chairperson	Independent Non-Executive Director
Oh Ai Sim	Member	Independent Non-Executive Director
Dato' Asmuni Bin Sudin	Member	Senior Independent Non-Executive Director

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

The Nominating Committee's duties and responsibilities as stated in its terms of reference include, among others, the following:

- (a) to consider and recommend to our Board, candidates for any directorships proposed to be filled by our shareholders, our Board or other sources such as independent recruitment firms, taking into consideration the relevant criteria;
- (b) to assess and evaluate, on an annual basis, or as and when required, the desirability of the overall composition of our Board and the balance amongst Executive, Non-Executive and Independent Directors and to ensure our Board composition is in compliance with the provision of the guidelines as prescribed by the relevant authorities;
- (c) to establish a mechanism for annual assessment on the performance and effectiveness of our Board as a whole, our Board Committees (comprising Audit and Risk Management Committee, Nominating Committee and Remuneration Committee) and the contribution of each Director to the performance of our Company. Such annual assessment should be based on objective performance criteria, which is in line with established key performance indicators as approved by our Board;
- (d) to review and recommend to our Board the required mix of skills and experience, and other qualities our Board requires in order to function completely and efficiently;
- (e) to review on an annual basis, the tenure of each Director and ensure that the annual re-election of a Director is based on satisfactory evaluation of the Director's performance and contribution to our Board;
- (f) to conduct the fit and proper assessment prior to the appointment of any candidate as a Director or making recommendation for re-election of an existing director;
- (g) to ensure that every Director is subject to retirement at least once in every 3 years and that a retiring Director shall be eligible for re-election;
- (h) to consider and recommend the Independent Directors who have served beyond 9 years for continuation in office, taking into consideration their performance and ability to continue to contribute to our Board;
- (i) to ensure our Board meets the requirement for women Directors and to review the participation of women in senior management to ensure there is gender equality and healthy mix in talent pipeline;
- (j) to integrate ESG considerations into nomination processes such as training criteria and ESG experience in order to recruit Directors that will bring ESG expertise to our Board;
- (k) to consider and recommend to our Board for approval, the appropriate size of our Board and Board Committees to facilitate effective decision-making after taking into consideration the scope and nature of the operations of our Group;
- (l) to identify suitable educational and training programmes for continuous development of Directors to ensure our Directors keep abreast with development in the industry, regulatory changes and board business trends;

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

- (m) to review and recommend to our Board, a formal succession plan for key personnel, taking into account the challenges and opportunities of our Group and the skills as well as expertise needed on our Board in the future;
- (n) to review the leadership of our Company, both executives and non-executives, with a view to ensure the continued ability of our Company to compete effectively in the marketplace;
- (o) to oversee the development of induction program for new Directors;
- (p) to carry out other responsibilities, functions or assignments as may be defined by our Board Charter from time to time; and
- (q) to review annually, the term of office, competency and performance of the Audit and Risk Management Committee and each of its members to determine whether such Audit and Risk Management Committee and its members carried out their duties in accordance with their terms of reference.

(iv) Remuneration Committee

Our Remuneration Committee comprises the following members:

Name	Designation	Directorship
Dato' Asmuni Bin Sudin	Chairman	Senior Independent Non-Executive Director
Oh Ai Sim	Member	Independent Non-Executive Director
Dr. Yan Huey Jiu	Member	Independent Non-Executive Director

The Remuneration Committee's duties and responsibilities as stated in its terms of reference include, among others, the following:

- (a) to review and recommend to our Board the remuneration package of our Directors and senior management, which should be aligned with the business strategies and long-term objectives of our Group, and drawing advice from experts, if necessary;
- (b) to review annually the performance of our Directors and senior management, and recommend to our Board specific adjustments in remuneration and/or reward payments;
- (c) to formulate policies, guidelines and set criteria for remuneration packages for our Directors and senior management, and to ensure that our Directors and senior management are fairly and appropriately remunerated according to the general market sentiments or conditions;
- (d) to review and recommend to our Board the compensation payable to our Directors and senior management in connection with any loss or termination of their office or appointment or arrangements relating to dismissal or removal for misconduct and to ensure that such compensation is determined in accordance with relevant contractual terms and that such compensation is otherwise fair and not excessive for our Company;
- (e) when recommending the fee and other benefits for our Independent Directors, the Remuneration Committee shall ensure it does not conflict with the Independent Directors' obligation to bring objectivity and independent judgment on matters discussed at Board meetings;

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

- (f) to establish frequent communication with other board committees, namely (1) Nominating Committee to align remuneration policies and procedures to succession plans and talent management of executives; and (2) Audit and Risk Management Committee to ensure risk outcomes are adequately considered in the design of remuneration policies and procedures; and
- (g) to consider and review any renewal of service contracts of our Directors and senior management as and when due, as well as any service contracts and remuneration package for newly appointed Directors and senior management prior to their appointment.

5.3 KEY SENIOR MANAGEMENT

There are no key technical personnels of our Group. However, our Group has a team of experienced Key Senior Management to support and report to the Chief Executive Officer.

Our Key Senior Management comprises the following:

Name	Designation
Datuk Jacky Yap	Non-Independent Executive Director and Chief Executive Officer
Datuk Sean Yap	Chief Financial Officer
Yap Lih Shyan	Non-Independent Executive Director and Chief Operating Officer
Umah Jeralene A/P Louis Adaikalasamy	Head of Project Development and Authorities Liaison
Siew Weng Yen	Head of Project Management and Contract
Soh Kok Hwa	Head of Sales, Marketing and Customer Relationship
Siew Li Sum	Head of Finance and Credit Administration

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

5.3.1 Key Senior Management's shareholdings

The direct and indirect shareholdings of our Key Senior Management before our IPO and after the Acquisitions, Share Transfer and our IPO, and assuming some of our Key Senior Management fully subscribe for their respective allocations under the Pink Form Allocation are as follows:

Name	Before our IPO and after the Acquisitions				After the Share Transfer				After our IPO			
	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)%
Datuk Jacky Yap	24,286	*	-	-	18,560,000	2.52	⁽⁴⁾ 83,520,000	11.33	18,560,000	2.00	⁽⁴⁾ 83,520,000	9.00
Datuk Sean Yap	24,286	*	-	-	18,560,000	2.52	⁽⁴⁾ 83,520,000	11.33	18,560,000	2.00	⁽⁴⁾ 83,520,000	9.00
Yap Lih Shyan	-	-	-	-	18,560,000	2.52	⁽⁴⁾ 83,520,000	11.33	18,560,000	2.00	⁽⁴⁾ 83,520,000	9.00
Umah Jeralene A/P Louis Adaikalasamy	-	-	-	-	-	-	-	-	154,000	0.02	-	-
Siew Weng Yen	-	-	-	-	-	-	-	-	154,000	0.02	-	-
Soh Kok Hwa	-	-	-	-	-	-	-	-	154,000	0.02	-	-
Siew Li Sum	-	-	-	-	-	-	-	-	154,000	0.02	-	-

Notes:

* Less than 0.01%.

(1) Calculated based on the number of 736,900,000 Shares before our IPO of and after the Acquisitions, details of which are set out in **Section 6.3.1** of this Prospectus.

(2) Calculated based on the number of 736,900,000 Shares before our IPO and after the Acquisitions and Share Transfer.

(3) Calculated based on our enlarged number of 928,000,000 Shares after our IPO.

(4) Deemed interested by virtue of his/her shareholdings in PKYap Family Capital pursuant to Section 8 of the Act.

Save for Datuk Sean Yap, who is the representative of our corporate shareholders, PKYap Holdings and PKYap Family Capital, none of our Key Senior Management are representatives of any corporate shareholders.

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

5.3.2 Profiles of Key Senior Management

Save for the profiles of Datuk Jacky Yap, Datuk Sean Yap and Yap Lih Shyan as set out in **Sections 5.1.2(v), 5.1.2(vi) and 5.1.2(vii)** of this Prospectus respectively, the profiles of our other Key Senior Management are as follows:

(i) Umah Jeralene A/P Louis Adaikalasamy
Head of Project Development and Authorities Liaison

Umah Jeralene a/p Louis Adaikalasamy, a Malaysian aged 58, is our Head of Project Development and Authorities Liaison. She leads the team on development processes such as preparing project development brief by setting out the estimation of development cost, local authority policies and requirements, liaising with professionals and authorities to obtain permits and approvals for our development projects. She has approximately 31 years of experience in managing development processes and on liaison activities with authorities for obtaining permits and approvals.

She obtained her Diploma in Marketing & Business from the Stamford College Malacca in 1995. In 2014, she graduated with Executive Master in Management (General) from Asia e University, Malaysia. She received the Women Dream Builder Award from the Women Icon, in association with Times Women in 2023.

In 1985, she began her career with Tadika Twinkle, Negeri Sembilan as a teacher, where she was responsible for teaching and child development. She left Tadika Twinkle in 1988 and relocated to Melaka. She joined Butterfly Garment Mfg Corp Sdn Bhd in 1989 as a Purchasing Clerk, where she was involved in a clerical job on purchasing. She left the company and joined Hypak Sdn Bhd as a Junior Confidential Secretary in 1990 where her responsibilities were mainly secretarial duties. In 1992, she left the company and joined Wingsdove (M) Sdn Bhd, a company principally involved in office media supplies, as Administration and Business Support Executive, where she was involved in administrative and marketing work of the company.

In 1993, she left the company and joined BCOM Holdings Sdn Bhd, a company principally involved in property development, as Personal Assistant to the executive director where she first started to be involved in liaising with professionals and authorities for property development projects.

In 1995, she left the company and joined Selayang Indah Sdn Bhd, a company principally involved in property development, as Sales Administration Manager where she was involved in project planning, liaising with authorities, sales administrative documentation, overseeing the marketing department and liaising with professionals.

She left the company and joined Suechi Industries Sdn Bhd, a company principally involved in property development in 1997 as Branch Manager, where she was involved in heading the sales and marketing team, project team and the finance team at branch level, reporting to the directors. She also liaised with professionals and authorities to obtain permits and approvals.

In 2005, she left the company and joined Agibs Revenue Sdn Bhd, a company principally involved in property development, as Sales and Marketing cum Administration Manager and was promoted to Chief Operation Officer cum Head of Sales and Marketing in 2007, where she was involved in heading the sales and marketing team, project team and the finance team at branch level, reporting to the directors of the company as well as liaising with professionals and authorities to obtain permits and approvals.

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

In 2012, she left the company and joined Melaka Holidays Sdn Bhd, a company principally involved in tourism, as General Manager where she was involved in engaging with travel agencies for the state government of Melaka, as well as administrative-related task, financial planning, marketing planning, heading liaison activities with Civil Aviation Authority of Malaysia (CAAM) for obtaining permits and aviation approvals as well as communicating with airline companies and Malaysian Association of Tour and Travel Agents (MATTA).

In 2013, she left the company and joined KAJ Development Sdn Bhd, as Group Administration cum Development Manager, where she was involved in heading the sales and marketing team, project team and development and planning team. She was also responsible to liaise with professionals and authorities to obtain permits and approvals.

In 2018, she left the company and joined our Group as Development Senior Manager where she was responsible for business planning and development. She was also involved in liaison activities with professionals and authorities to obtain permits and approvals.

In 2022, she was re-designated as Head of Project Development and Authorities Liaison, where she assumed her current responsibilities.

(ii) Siew Weng Yen

Head of Project Management and Contract

Siew Weng Yen, a Malaysian aged 47, is our Head of Project Management and Contract. He leads the Project Management and Contract Department of our Group which undertakes project management activities, including project planning and management of construction activities undertaken by sub-contractors. He is also responsible for strategic planning, coordinating and monitoring at site. He has approximately 27 years of experience in quantity survey and project management.

He obtained his Diploma in Quantity Surveying from Institut Teknologi Pertama in 1997. In 2005, he graduated with Executive Diploma in Engineering Business Management-Project Management from Universiti Teknologi Malaysia.

In 1997, he began his career with Ceratrade (M) Sdn Bhd as an Assistant Quantity Surveyor where he was responsible for taking off quantity, which involved preparation of list of construction material necessary to complete development projects and estimation of labour cost. He was also responsible for preparing progress claims and issuing billings to clients and subcontractors.

He left the company in 1998 and joined SCL Tiling and General Construction Sdn Bhd as a Project Quantity Surveyor, where he was responsible in participating in contract preparation work, supervising work for site tiling until completion, site measurement work and evaluation and claim for variation work order.

In 2000, he left the company and joined Pembinaan Gurun Cahaya Sdn Bhd as a Site Supervisor cum Quantity Surveyor, where he was in charge of cost control, quality assurance and timely completion of projects.

In 2003, he left the company and joined Pembinaan Zawaki Sdn Bhd as a Project Manager. Subsequently, he left the company and joined Kao Jia Engineering Sdn Bhd, as a Project Manager in 2005. In both the companies, he was responsible in administrative functions which included preparing scope of work for appointment of contractors, resolving site technical issues and ensuring smooth implementation of project and quality of work.

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

In 2009, he left the company and joined Zamrans Sdn Bhd as an Assistant Project Manager where he took over the remaining construction work such as infrastructure, architecture, defects and testing and commissioning work until issuance of the CCC for the project. In 2010, he left the company and joined Pima Pembangunan Sdn Bhd as an Assistant Project Manager, where he was responsible in managing and maintaining a commercial building which include sourcing for quotations from contractors for general contracting work, preparing maintenance work schedule for mechanical and engineering equipment, facilities and security services, collecting maintenance fund and maintaining house rules.

He left the company in the same year and joined Caspio Bina Sdn Bhd as a Project Manager where he was responsible in cost control, quality assurance and timely completion of projects.

In 2011, he joined Purcon (M) Sdn Bhd as a Site Manager where he was responsible in managing cost, quality, safety and environmental compliance of construction site and timely completion of projects.

He left the company in 2013 and joined Solid Compliment Sdn Bhd as a Project Manager where he was responsible in project execution and management of a mixed development project which included monitoring construction progress to ensure timely completion.

Subsequently, in 2014, he joined Dakota Engineering Sdn Bhd as a Project Manager. He was responsible in cost control, quality assurance and timely completion of the project until issuance of the CCC for the project.

In 2017, he left the company and joined MITC Engineering Sdn Bhd (which subsequently changed its name to MGB Construction & Engineering Sdn Bhd), as a Project Manager where he was involved in several landed and high-rise residential construction projects in Selangor. He was responsible in project planning, project execution, cost control, quality assurance, providing training and development to the worker at the construction site, and handling contractual and sites disputes. He was promoted to the Head of Department of Construction in the same year where he led and managed the construction division. His responsibilities include project budgeting, achieving Quality Assessment System in Construction (QLASSIC) scoring, succession planning for staff, training and development. He was promoted to General Manager, Project, in 2019 where he was involved in managing the project team, cost control, quality assurance and ensuring the completion of projects on timely basis.

In 2022, he left the company and joined our Group as Senior Project Manager and was subsequently redesignated as Head of Project Management and Contract in the same year where he assumed his current responsibilities.

(iii) Soh Kok Hwa

Head of Sales, Marketing and Customer Relationship

Soh Kok Hwa, a Malaysian aged 35, is our Head of Sales, Marketing and Customer Relationship. He is responsible for the sales and marketing activities of our Group to promote sales of our property products to prospective buyers and build and foster relationships with property sales agencies. He is involved in developing sales and marketing strategies, planning and developing market intelligence strategies to keep abreast with homebuyers purchasing trends and competitive landscape, and identifying new sales and marketing channels. In addition, he is also in charge of planning the delivery of vacant possession of the properties developed by our Group to ensure smooth sale process and provides after-sales service, which includes attending to enquiries from buyers. He has approximately 12 years of experience in sales, marketing, credit control and customer relationship.

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

He obtained his Bachelor of Economics (Honours) from Universiti Utara Malaysia in 2012.

In 2012, he began his career with our Group as a Sales and Marketing Management Trainee. As a trainee, he assisted in sale and marketing activities, project launching, credit administration and customer relationship.

He was promoted to Credit Control Assistant Manager in 2016 where he was responsible in overseeing the overall credit administration such as the preparation and checking of sales and purchase agreement, tracking of progressive billing and payments. He also handled delivery of vacant possession of the properties developed by our Group and provided after-sales service, which includes attending to enquiries from buyers.

He was promoted to Sales & Marketing and Credit Manager in 2017 and subsequently redesignated to Head of Sales, Marketing and Customer Relationship of our Group in 2022 where he assumed his current responsibilities.

(iv) Siew Li Sum
Head of Finance and Credit Administration

Siew Li Sum, a Malaysian aged 40, is our Head of Finance and Credit Administration. She is responsible for the overall finance and accounting matters of our Group. She also oversees the credit administration of our Group, which includes tracking of progressive billings and payments as well as monitoring the recoverability of any overdue trade receivables on regular basis.

She obtained Bachelor of Accountancy (Honours) from Universiti Putra Malaysia in 2008. She is a Chartered Accountant by profession and a member of MIA since 2012. She has approximately 16 years of experience in audit, accounting and finance.

She began her career in 2008 with Sim & Teo as an Audit Associate and was promoted to an Audit Senior Associate in 2010. She was involved in the audit of companies in construction, property development, manufacturing, retail and trading sectors. Her responsibilities included reviewing accounting records, internal control and tax records as well as ensuring that accounting provisions comply with the accounting standards. She left the firm in 2010 and took a career break due to personal reason. In 2011, she re-joined Sim & Teo as an Audit Senior Associate, where she resumed her responsibilities as mentioned above.

Subsequently, she left the firm in 2013 and joined SmartClass Solution Sdn Bhd as an Administration and Account Executive. She was responsible for preparing and maintaining accounts, preparing monthly financial and management reports, data entry as well as Goods and Services Tax (GST) filings.

She left the company in 2015 and joined our Group in 2016 as an Account Executive where she was responsible in preparing monthly financial statements and management accounts, liaising with external auditors, bankers, company secretary and tax agents. In 2017, she was promoted to Accountant where she was involved in preparing, examining and analysing accounting records, financial statements and other financial reports to ensure accuracy, completeness, compliance with reporting and procedural standards as well as handling tax matters. Thereafter in 2022, she was promoted to Accounts Manager and was subsequently redesignated to Head of Finance and Credit Administration in 2022, where she assumed her current responsibilities.

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

5.3.3 Principal business activities and directorships outside of our Group

As at the LPD, save as disclosed below and **Sections 5.2.3(ii) and 5.2.3(iii)** of this Prospectus for Datuk Jacky Yap and Yap Lih Shyan respectively, none of our Key Senior Management have any other principal business activities performed outside our Group (including principal directorship and shareholding) in the past 5 years and up to the LPD) as at the LPD:

(i) Datuk Sean Yap

Company	Principal business activities	Involvement in business activities	Date of appointment as director	Date of resignation as director	Equity interest held	
					Direct	Indirect
					%	%
<u>Present directorships / shareholdings / other business involvement outside our Group</u>						
Pakar Mewah	Property owner ⁽¹⁾	Director / Shareholder	10 August 2011	-	20.00	-
PKYap Family Capital	Investment holding ⁽²⁾	Director / Shareholder	15 September 2023	-	20.00	-
PKYap Holdings	Investment holding ⁽²⁾	Director	6 March 2023	-	-	-
PSRSB	Properties letting and office management service	Director	17 April 2007	-	-	-
<u>Past directorships / shareholdings outside our Group</u>						
Anjuran Setara	Wound up ⁽³⁾	Director / Shareholder	23 February 2015	29 December 2022	⁽⁴⁾ -	-
Estet Pkhs Sdn Bhd	Dissolved ⁽⁵⁾	Director / Shareholder	8 May 2009	4 January 2021	30.00	-
Fusion Link (MM2H) Sdn Bhd	Dissolved ⁽⁶⁾	Director	10 August 2011	14 March 2022	-	-
Jubli Astana	Dissolved ⁽⁷⁾	Director / Shareholder	17 August 2015	8 August 2023	10.00	-
Pernara Jaya	Dissolved ⁽⁸⁾	Director	10 August 2011	30 December 2022	-	-
Prasarana Pesona ⁽⁹⁾	Building contractor	Director / Shareholder	22 September 2014	30 December 2022	⁽⁴⁾ -	-

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)**Notes:**

- (1) *Pakar Mewah's principal activity is property owner where it only owns the private residential property occupied by Datuk Sean Yap and his family for their own stay.*
- (2) *The investment objective of PKYap Family Capital and PKYap Holdings is to hold shares in SPB Development.*
- (3) *Anjuran Setara was wound up on 20 April 2023. Prior to winding up, the principal business activity of Anjuran Setara was management consultant.*
- (4) *The number of shares held is negligible and less than 0.01%.*
- (5) *Estet Pkhs Sdn Bhd was dissolved on 4 January 2021. Prior to dissolution, Estet Pkhs Sdn Bhd was dormant.*
- (6) *Fusion Link (MM2H) Sdn Bhd was dissolved on 14 March 2022. Prior to dissolution, Fusion Link (MM2H) Sdn Bhd was dormant.*
- (7) *Jubli Astana was dissolved on 21 December 2023. Prior to dissolution, Jubli Astana was dormant.*
- (8) *Pernara Jaya was dissolved on 30 December 2022. Prior to dissolution, the principal business activity of Pernara Jaya was buying, selling, renting and operating of self-owned or leased real estate - residential buildings.*
- (9) *Datuk Yap, Datuk Jacky Yap and Datuk Sean Yap had disposed their entire equity interest in Prasarana Pesona on 16 January 2023. Prior to the disposal, Prasarana Pesona was principally involved in the construction of affordable housing projects.*

(ii) Umah Jeralene A/P Louis Adaikalasamy

Company	Principal business activities	Involvement in business activities	Date of appointment as director	Date of resignation as director	Equity interest held	
					Direct	Indirect
					%	%
Past directorships / shareholdings outside our Group						
Lovely Ray Travel & Tours Sdn Bhd	Dissolved ⁽¹⁾	Director / Shareholder	15 August 2013	30 April 2021	40.00	-
Sri Yantra Project Sdn Bhd	Dissolved ⁽²⁾	Director / Shareholder	10 November 2001	26 November 2019	100.00	-

Notes:

- (1) *Lovely Ray Travel & Tours Sdn Bhd was dissolved on 30 April 2021. Prior to dissolution, the principal business activities of Lovely Ray Travel & Tours Sdn Bhd were to carry on business as tourists and travel agents, ticketing, to facilitate tourism and travelling and to provide for tourists, travelers, holiday makers and vacationers.*
- (2) *Sri Yantra Project Sdn Bhd was dissolved on 26 November 2019. Prior to dissolution, Sri Yantra Project Sdn Bhd was dormant.*

5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)
(iii) Siew Weng Yen

Company	Principal business activities	Involvement in business activities	Date of appointment as director	Date of resignation as director	Equity interest held	
					Direct	Indirect
					%	%
Present directorships / shareholdings / other business involvement outside our Group						
Kao Jia Engineering Sdn Bhd	Other management consultancy activities	Director / Shareholder	22 April 2005	-	95.00	-
LS Fresh Supply	Trading & processing and preserving of poultry and poultry products	Partner	-	-	N/A	N/A

(iv) Soh Kok Hwa

Soh Kok Hwa does not have any principal directorship, shareholding, and / or principal business activities performed outside our Group (including principal directorships in the past 5 years prior to the LPD) as at the LPD.

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

(v) Siew Li Sum

Company	Principal business activities	Involvement in business activities	Date of appointment as director	Date of resignation as director	Equity interest held	
					Direct	Indirect
					%	%
Present directorships / shareholdings / other business involvement outside our Group						
The Atlas Ice Company Bhd	Coldrooms rental, oil palm cultivation, investment holding and manufacturing and sale of tube ice	Shareholder	--	--	(1)_	-

Note:

(1) The number of shares held is negligible and less than 0.01%.

The involvement of our Key Senior Management mentioned above in the other principal business activities outside our Group does not preclude them from allocating or committing their time and effort to our Group in their respective roles as our Key Senior Management. These businesses outside our Group do not require their involvement on a daily basis as these businesses are managed by their respective management.

There is no conflict of interest or potential conflict of interest based on our Key Senior Management's (i) present involvement in principal business activities outside our Group in view that these business activities are not similar to our Group's business; and (ii) past directorships in companies outside our Group as set out above in view that our Key Senior Management has ceased to be involved in those companies.

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

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

The aggregate remuneration and material benefits-in-kind (including contingent or deferred remuneration) paid and proposed to be paid to Datuk Jacky Yap and Yap Lih Shyan, who are also our Key Senior Management, for the FYE 2023 and FYE 2024 are set out in **Section 5.2.4** of this Prospectus.

The aggregate remuneration and material benefits-in-kind (including any contingent or deferred compensation) paid or proposed to be paid to our other Key Senior Management for services rendered in all capacities to our Group for the FYE 2023 and FYE 2024 are as follows:

Key Senior Management	Remuneration band ⁽¹⁾	
	Paid in the FYE 2023	Proposed for the FYE 2024
	RM	RM
Datuk Sean Yap	450,000 - 500,000	450,000 - 500,000
Umah Jeralene A/P Louis Adaikalasamy	250,000 - 300,000	300,000 - 350,000
Siew Weng Yen	250,000 - 300,000	300,000 - 350,000
Soh Kok Hwa	150,000 - 200,000	200,000 - 250,000
Siew Li Sum	100,000 - 150,000	100,000 - 150,000

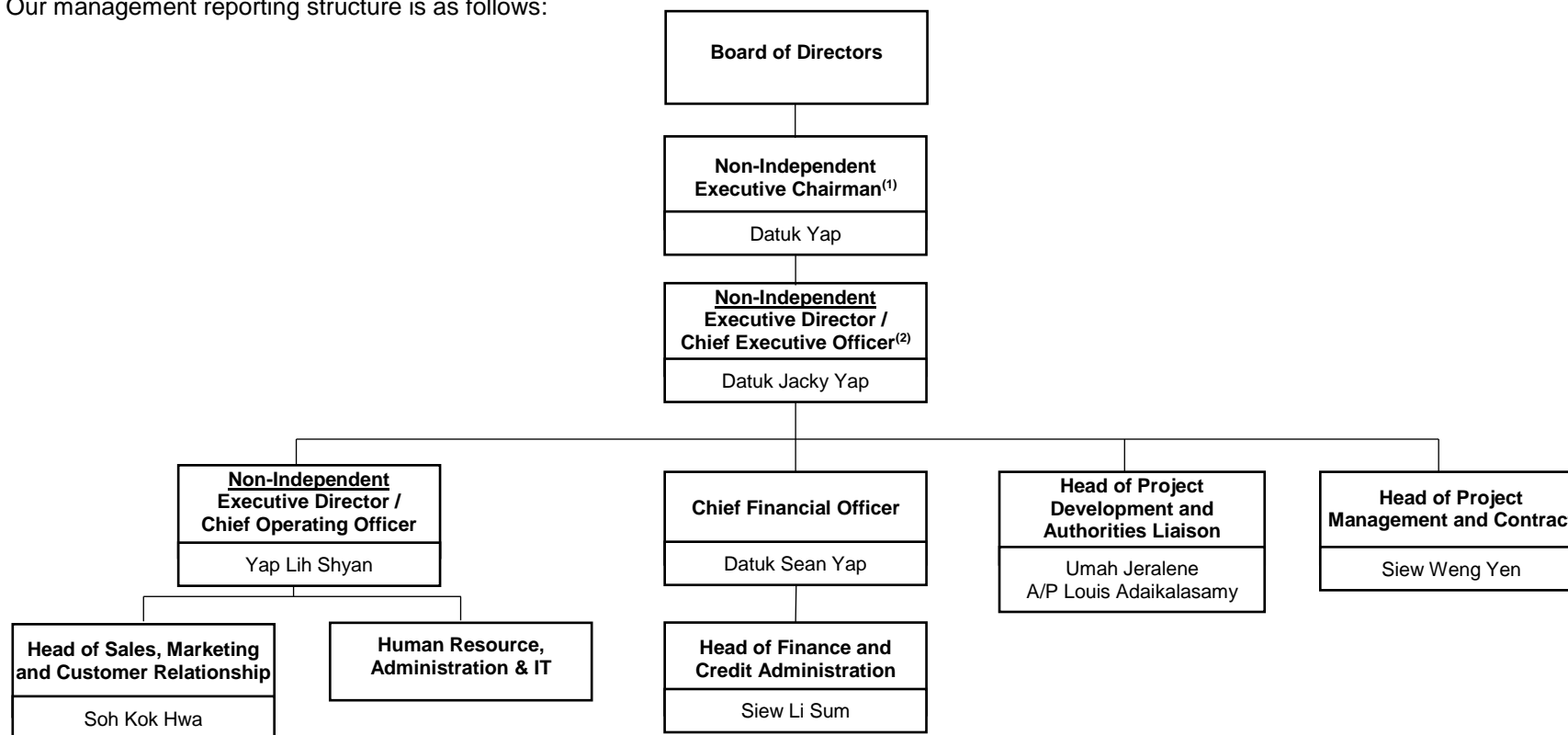
Note:

(1) Includes salaries, bonus, allowances and statutory contributions to EPF, SOCSO and EIS as well as other benefits.

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

5.4 MANAGEMENT REPORTING STRUCTURE

Our management reporting structure is as follows:



Notes:

- (1) Our Non-Independent Executive Chairman is responsible for our Group's overall business plans and strategies, market development activities, providing strategic guidance and direction to our Board.
- (2) Our Chief Executive Officer is responsible for the day-to-day operations of our Group including leading and overseeing matters related to project concept development, project budgeting, development planning, project negotiation, awarding project tenders, project implementation and overseeing the liaison activities with professionals and authorities to obtain permits and approval for development projects. He also ensures the effective and efficient business operation of our Group.

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

5.5 DECLARATIONS BY OUR PROMOTERS, DIRECTORS AND KEY SENIOR MANAGEMENT

As at the LPD, none of our Promoters, Directors and Key Senior Management is or was 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 law was filed (and not struck out) against such person or any partnership in which he/she was a partner or any corporation of which he/she 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 that was entered against such person, 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, the subject of any civil proceeding, involving an allegation of fraud, misrepresentation, dishonesty, incompetence or malpractice on his or her part that relates to the capital market;
- (vi) being the subject of any order, judgment 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) in the last 10 years, has been reprimanded or issued any warning by any regulatory authority, securities or derivatives exchange, professional body or government agency; and
- (viii) any unsatisfied judgment against him/her.

5.6 FAMILY RELATIONSHIPS AND ASSOCIATIONS

Save as disclosed below, there are no family relationships and associations among our Promoters, substantial shareholders, Directors and Key Senior Management as at the LPD.

Name	Position / Capacity in our Company	Relationship / Association
PKYap Holdings	Promoter and substantial shareholder	<ul style="list-style-type: none"> ▪ Datuk Yap is a director and substantial shareholder of PKYap Holdings ▪ Datin Loh is a director and shareholder of PKYap Holdings ▪ Datuk Jacky Yap, Datuk Sean Yap and Yap Lih Shyan are directors of PKYap Holdings
PKYap Family Capital	Promoter and substantial shareholder	<ul style="list-style-type: none"> ▪ Directors and substantial shareholders of PKYap Family Capital are Datuk Yap, Datin Loh, Datuk Jacky Yap, Datuk Sean Yap and Yap Lih Shyan

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

Name	Position / Capacity in our Company	Relationship / Association
Datuk Yap	Promoter, substantial shareholder and Non-Independent Executive Chairman	<ul style="list-style-type: none"> ▪ Director and substantial shareholder of PKYap Holdings ▪ Director and substantial shareholder of PKYap Family Capital ▪ Spouse of Datin Loh ▪ Father of Datuk Jacky Yap, Datuk Sean Yap and Yap Lih Shyan
Datin Loh	Promoter and substantial shareholder	<ul style="list-style-type: none"> ▪ Director and shareholder of PKYap Holdings ▪ Director and substantial shareholder of PKYap Family Capital ▪ Spouse of Datuk Yap ▪ Mother of Datuk Jacky Yap, Datuk Sean Yap and Yap Lih Shyan
Datuk Jacky Yap	Promoter, substantial shareholder, Non-Independent Executive Director and Chief Executive Officer	<ul style="list-style-type: none"> ▪ Director of PKYap Holdings ▪ Director and substantial shareholder of PKYap Family Capital ▪ Son of Datuk Yap and Datin Loh ▪ Brother of Datuk Sean Yap and Yap Lih Shyan
Datuk Sean Yap	Promoter, substantial shareholder and Chief Financial Officer	<ul style="list-style-type: none"> ▪ Director of PKYap Holdings ▪ Director and substantial shareholder of PKYap Family Capital ▪ Son of Datuk Yap and Datin Loh ▪ Brother of Datuk Jacky Yap and Yap Lih Shyan
Yap Lih Shyan	Promoter, substantial shareholder, Non-Independent Executive Director and Chief Operating Officer	<ul style="list-style-type: none"> ▪ Director of PKYap Holdings ▪ Director and substantial shareholder of PKYap Family Capital ▪ Daughter of Datuk Yap and Datin Loh ▪ Sister of Datuk Jacky Yap and Datuk Sean Yap

5.7 SERVICE CONTRACTS

As at the LPD, none of our Directors and/or Key Senior Management has any existing or proposed service contract which provides for benefits upon termination of employment with our Group.