

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

### 5.1 PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

#### 5.1.1 Profiles of our Promoters and Substantial Shareholders

The profiles of our Promoter and Substantial Shareholder are as follows:

##### **JCorp**

*Promoter and Substantial Shareholder*

JCorp is a body corporate established on 18 May 1968 under the Johor Corporation Enactment 1968 (amended vide Enactment No. 5, 1995) as the principal development institution to drive socioeconomic growth in Johor. JCorp carries out investment holding activities, while its subsidiaries, associated companies and jointly controlled entities are principally involved in plantation and agrobusiness, healthcare and wellness services, real estate and infrastructure, quick service restaurants and investment holding.

##### **Kulim**

*Promoter and Substantial Shareholder*

Kulim was incorporated in Malaysia under the Companies Act 1965 on 3 July 1975 as a private limited company under the name of Kulim (Malaysia) Sdn Bhd and is deemed registered under the Act. Subsequently, Kulim was converted into a public limited company on 18 August 1975 and was listed on the Main Board of Kuala Lumpur Stock Exchange (now known as the Main Market of Bursa Securities) on 14 November 1975. Kulim was subsequently delisted on 4 August 2016 upon completion of the Privatisation of Kulim.

Kulim and its group of companies are principally involved in oil palm plantation (through our Group), agro farming, livestock as well as trading and support services.

As at the LPD, the issued share capital of Kulim is RM1,000,000 comprising 4,000,000 ordinary shares. The shareholders of Kulim and their respective shareholdings in Kulim as at the LPD are as follows:

	Direct		Indirect	
	No. of shares	%	No. of shares	%
JCorp	3,853,286	96.3	<sup>(1)</sup> 146,714	3.7
JCorp Capital	146,714	3.7	-	-

##### **Note:**

- (1) Deemed interested pursuant to Section 8(4) of the Act by virtue of JCorp Capital being a wholly-owned subsidiary of JCorp.

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## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

### 5.1.2 Shareholdings of our Promoters and Substantial Shareholders

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

Name	After the Capitalisation and Share Split / Before our IPO				After our IPO			
	Direct		Indirect		Direct		Indirect	
	No. of Shares ('000)	(1)%	No. of Shares ('000)	(1)%	No. of Shares ('000)	(2)%	No. of Shares ('000)	(2)%
Kulim	2,036,000	100.0	-	-	1,625,000	65.0	-	-
JCorp	-	-	(3)2,036,000	100.0	-	-	(3)1,625,000	65.0

**Notes:**

- (1) Based on our total number of 2,036,000,000 Shares after the Capitalisation and Share Split but before our IPO.
- (2) Based on our enlarged total number of 2,500,000,000 Shares after our IPO.
- (3) Deemed interested pursuant to Section 8(4) of the Act by virtue of its shareholding in Kulim.

Save as disclosed above, there are no other persons who directly or indirectly, jointly or severally, exercise control over our Company. As at the LPD, there is no arrangement between our Company and our shareholders with any third parties, the operation of which may at a subsequent date result in a change in control of our Company. Our Promoters and Substantial Shareholders also do not have different voting rights from our other shareholders.

### 5.1.3 Changes in the shareholdings of our Promoters and Substantial Shareholders

The changes in our Promoters' and Substantial Shareholders' shareholdings in our Company for the past 3 years preceding the LPD are as follows:

Name	As at 1 January 2020				As at <sup>(1)</sup> 1 December 2022 and up to the LPD			
	Direct		Indirect		Direct		Indirect	
	No. of Shares ('000)	%	No. of Shares ('000)	%	No. of Shares ('000)	%	No. of Shares ('000)	%
Kulim	36,432	100.0	-	-	1,329,363	100.0	-	-
JCorp	-	-	(2)36,432	100.0	-	-	(2)1,329,363	100.0

**Notes:**

- (1) 1,292,930,794 new Shares were issued to Kulim on 1 December 2022 pursuant to the Pre-Listing Restructuring as set out in Section 6.1.4 of this Prospectus, resulting in our total number of issued Shares increasing to 1,329,362,794.
- (2) Deemed interested pursuant to Section 8(4) of the Act by virtue of its shareholding in Kulim.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

Subsequent to the LPD, we have undertaken the Capitalisation by capitalising the amount of approximately RM172.6 million due to Kulim into 172,636,978 new Shares issued at RM1.00 each in favour of Kulim. Following the completion of the Capitalisation on 6 December 2023, the shareholdings of Kulim (direct) and JCorp (indirect) in our Company increased to 1,501,999,772 Shares.

### 5.1.4 Amounts or benefits paid to our Promoter and Substantial Shareholders

Save for the issuance of our Shares as consideration pursuant to the Pre-Listing Restructuring and Capitalisation as disclosed in Sections 6.1.4 and 6.1.5 of this Prospectus respectively, and the dividends paid by us as disclosed in Section 12.7 of this Prospectus, there are no other amounts or benefits that have been paid or intended to be paid to our Promoters and Substantial Shareholders within the 2 years preceding the date of this Prospectus.

## 5.2 BOARD OF DIRECTORS

Our Board acknowledges and takes cognisance of the MCCG, which contains recommendations to improve upon or to enhance corporate governance as an integral part of the business activities and culture of such companies. Our Board is also committed to achieving and sustaining high standards of corporate governance.

The date of expiration of the current term of office for each of our Directors and the period for which our Directors have served in that office as at the LPD are as follows:

Director	Date of expiration of the current term of office	No. of years in office up to the LPD
Tan Sri Dato' Sri Dr. Ismail Bin Haji Bakar	Subject to retirement at the Annual General Meeting (" <b>AGM</b> ") in 2025	Less than a year
Mohd Faris Adli Bin Shukery	Not subject to retirement by rotation	Approximately 2 years
Dato' Sr. Hisham Bin Jafrey	Subject to retirement at the AGM in 2024	Less than a year
Shamsul Anuar Bin Abdul Majid	Subject to retirement at the AGM in 2024	Less than a year
Abdullah Bin Abu Samah	Subject to retirement at the AGM in 2025	Less than a year
Fawzi Bin Ahmad	Subject to retirement at the AGM in 2024	Less than a year
Mohd Fazillah Bin Kamaruddin	Subject to retirement at the AGM in 2025	Less than a year
Vinie Chong Pui Ling	Subject to retirement at the AGM in 2026	Less than a year
Ong Li Lee	Subject to retirement at the AGM in 2026	Less than a year
Norita Binti Ja'afar	Subject to retirement at the AGM in 2026	Less than a year

Save for Tan Sri Dato' Sri Dr. Ismail Bin Haji Bakar, Dato' Sr. Hisham Bin Jafrey and Shamsul Anuar Bin Abdul Majid who are the nominee directors of JCorp, none of our other Directors represent any corporate shareholder on our Board.

In accordance with our Constitution, all Directors shall retire from office at our 1<sup>st</sup> AGM and an election of Directors shall take place every year. At every AGM of our Company, one-third of our Directors for the time being, or if their number is not three or a multiple of three, then the number nearest to one-third shall retire from office and be eligible for re-election, provided always that all Directors, excluding our Managing Director, shall retire from office at least once in every three years. A retiring Director shall be eligible for re-election. A Director retiring at a meeting shall retain office until the conclusion of the meeting.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

### 5.2.1 Profiles of our Directors

#### **Tan Sri Dato' Sri Dr. Ismail Bin Haji Bakar**

*Non-Independent Non-Executive Chairman*

Tan Sri Dato' Sri Dr. Ismail Bin Haji Bakar, a Malaysian aged 63, is our Non-Independent Non-Executive Chairman. He was appointed to our Board on 1 March 2023.

Dr. Ismail graduated with a Bachelor of Economics in Applied Economics from the University of Malaya, Malaysia in 1983 and obtained a Diploma in Public Management from the National Institute of Public Administration (INTAN), Malaysia in 1986. Subsequently, he obtained a Master of Business Administration in Business Administration (Project Based) and Doctor of Philosophy in Politics from the University of Hull, United Kingdom in 1996 and 2005 respectively.

Dr. Ismail began his career with the Ministry of Finance, Malaysia, as the Assistant Secretary in the Contract and Supply Division in 1983, where he oversaw the implementation of policies related to the procurement of contracts for the Ministry of Defence. In 1986, he left the Ministry of Finance and joined the Anti Narcotics Task Force as the Assistant Director, where he participated in all aspects of anti-narcotics activities and collaborated with various agencies and private organisations in drug control.

Dr. Ismail left the Anti Narcotics Task Force and returned to the Ministry of Finance in 1990 as the Assistant Secretary in the External Trade and Balance of Payment Section of the Economic and International Division, where he represented Malaysia in meetings, dialogues and forums to improve international relations. In 1992, he was transferred to the Capital Market, Money Market and Banking Section, holding the same position as the Assistant Secretary, and was responsible for monitoring the monetary and financial condition of the country.

He was subsequently promoted as the Principal Assistant Secretary in the Public Finance Section in 1995, where he was responsible for formulating fiscal policies to regulate finance of the government. Between 2000 to 2003, Dr. Ismail pursued doctoral studies in the United Kingdom, and upon completing his doctoral studies, he re-joined the Government Procurement Division (previously known as the Contract and Supply Division) of the Ministry of Finance as the Head of Planning, Research and Policy, where he oversaw the implementation of policies related to the procurement of contracts for the public sector.

In 2006, he took on the position as the Head of Information Technology section within the Government Procurement Division of the Ministry of Finance, where his responsibilities included overseeing the procurement of works, supplies and services to support government programmes, implementing procurement policies relating to information technology, and served as a member of the Procurement Board.

Between 2008 to 2010, he was seconded to the World Bank in Washington DC, United States, serving as the Senior Advisor to Executive Director (South East Asia Group) and a member of the audit and budget committee, where his responsibilities included advising on governance and operations.

Dr. Ismail subsequently returned to Malaysia in November 2010 and joined the Ministry of Defence in January 2011 as the Deputy Secretary General (Policy), where he was primarily responsible for formulating and implementing defence policies and promoting the defence industry to private sector.

Dr. Ismail left the Ministry of Defence and re-joined the Ministry of Finance in 2013 as the Director of the National Strategic Unit, where he played a vital role in implementing the National Blue Ocean Strategy, an initiative aimed at improving the processes involved in implementing government policies and maximising the use of existing resources in the ministries. In 2014, he was appointed as the Director of National Budget under the National Budget Office, where he oversaw the formulation of budget strategies and was responsible for budget allocation to all ministries and agencies within the government.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

In the same year, he left the Ministry of Finance and joined the Ministry of Transport as the Secretary General, where he was involved in formulating transport policies and implementing transport strategies for the land, air and sea transport in the country. Thereafter, Dr. Ismail left the Ministry of Transport and joined the Ministry of Agriculture and Agro-based Industry (now known as Ministry of Agriculture and Food Security) as the Secretary General from 2015 to 2018, and was responsible for formulating and implementing policies for agro-food and food security in the country. In 2018, Dr. Ismail re-joined the Ministry of Finance as the Secretary General of Treasury, where he oversaw the formulation and implementation of fiscal policies for the economy. In the same year, he was appointed as the Chief Secretary to the Government of Malaysia under the Prime Minister Department, where he acted as the secretary to the Cabinet until December 2019. He then retired in January 2020.

Dr. Ismail has been the Pro-Chancellor of Universiti Pendidikan Sultan Idris since September 2023. He is the Chairman/Independent Non-Executive Director of Bank Islam Malaysia Berhad (listed on the Main Market of Bursa Securities) since August 2020 and is also a Deputy Chairman of JCorp since April 2022. In February 2024, he was appointed as the Chairman of the Enforcement Agency Integrity Commission established under the Enforcement Agency Integrity Commission Act 2009 which aims to instil and improve integrity among law enforcement officers and enforcement agencies.

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

### **Mohd Faris Adli Bin Shukery** *Managing Director*

Mohd Faris Adli Bin Shukery, a Malaysian aged 51, is our Managing Director. He was appointed to our Board on 1 August 2021.

Mohd Faris graduated with a Bachelor of Laws from Sheffield Hallam University, United Kingdom in 1995. He obtained his Master of Laws in International and Commercial Law from the University of Sheffield, United Kingdom in 1997.

Mohd Faris began his career at the Kuala Lumpur Stock Exchange under the Strategy and Development Division in 1997 as the Strategic Planning Officer, where he focused on, among others, research and analysis on securities industry and capital markets. He was promoted to the position of the Manager in 2003 before he left the Kuala Lumpur Stock Exchange to join AmMerchant Bank Berhad (now known as AmInvestment Bank) in the same year as the Manager in the Group Compliance Department, overseeing compliance related matters.

In 2005, Mohd Faris joined Kumpulan Guthrie Berhad, a plantation and property development company which was then listed on the Main Board of Bursa Securities, as Manager in the Corporate Planning and Strategic Development Department, where he was involved in matters relating to business development and planning, corporate strategy and corporate finance, investor relations and project management.

Following the merger of Kumpulan Guthrie Berhad with Golden Hope Plantations Berhad and Sime Darby Berhad in 2007, Mohd Faris joined Sime Darby Property Berhad in December 2007 as the Vice President in the Corporate and Business Development Department, where he oversaw the corporate communications and business development units. In 2008, Mohd Faris joined Sime Darby Plantation Sdn Bhd (now known as Sime Darby Plantation Berhad) as the Vice President in the Upstream Department, where he was involved in the evaluation and negotiation of new business development opportunities for the company.

In 2013, Mohd Faris was appointed as the Head of Sime Darby Foods & Beverages Marketing Sdn Bhd ("SDFBM") to lead the restructuring and turnaround of the company. While still holding his position at SDFBM, he was also appointed as the Head of Sime Darby Agri Bio Sdn Bhd ("SDAB") in 2014, where he oversaw the sale and supply of fertilisers, agricultural products and tools.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

In 2016, Mohd Faris ceased his positions held in both SDFBM and SDAB, and took on various roles within the Sime Darby Plantation Berhad group's downstream operations until 2018. His last position in the downstream sector was the Head of Customer Solutions at SDFBM, where he was responsible for supervising the sales and marketing of processed and packaged palm oil products. In 2019, he was reassigned to Sime Darby Plantation (Sabah) Sdn Bhd as the Regional Chief Executive Officer, Sabah Region (Upstream Malaysia), where he was responsible for overseeing the upstream palm oil business and operations of the group in Sabah. He left the company in 2020.

Mohd Faris was appointed as the Managing Director of Kulim in 2020, where he was primarily responsible for spearheading the agribusiness of JCorp that was housed under Kulim, comprising palm oil plantation operations, agro farming and livestock. Following the internal reorganisation in 2022 to consolidate all plantation assets and businesses of Kulim under our Company, Mohd Faris was redesignated as the Non-Independent Non-Executive Director of Kulim in March 2023, to focus on his role as our Managing Director. In his capacity as our Managing Director, Mohd Faris has been instrumental in implementing comprehensive business plans to chart our business performance and future growth.

As at the LPD, save for his existing directorship in Kulim, he does not hold any other Present Directorships and is not involved in any other business outside our Group. Further information on the Past Directorships of Mohd Faris is disclosed in Section 5.2.3 of this Prospectus.

### **Dato' Sr. Hisham Bin Jafrey**

*Non-Independent Non-Executive Director*

Dato' Sr. Hisham Bin Jafrey, a Malaysian aged 65, is our Non-Independent Non-Executive Director. He was appointed to our Board on 1 March 2023.

Dato' Sr. Hisham graduated with a Bachelor of Science in Quantity Surveying from Leeds Polytechnic (now known as Leeds Beckett University), United Kingdom, in 1983.

Dato' Sr. Hisham began his career as a quantity surveyor in the United Kingdom with Harlow and Milner Limited, a building and civil engineering contractor, in 1981. Upon returning to Malaysia in 1983, he joined Antara Constructions Sdn Bhd, a building contractor, where he was involved in various development projects. He left the company in August 1983 and became a lecturer at Universiti Teknologi Malaysia from December 1983 until 1987.

In 1988, Dato' Sr. Hisham incorporated Azhar Rouse & Hisham Sdn (now known as ARH Jurukur Bahan Sdn Bhd), a company involved in the provision of quantity surveying consultancy services, with his business partner. Dato' Sr Hisham has been a director and shareholder of the company since its incorporation, and was redesignated as the Managing Director in 1994, a position he continues to hold today.

Throughout his career, Dato' Sr. Hisham had been appointed as an external examiner and sat on the industrial advisory panel for quantity surveying programme at various universities in Malaysia.

He is a member of the Royal Institution of Chartered Surveyors and a fellow of the Royal Institution of Surveyors Malaysia since 2007 and 2008 respectively. Presently, he is also a member of the Board of Quantity Surveyors Malaysia and sits on its Ethics Committee as the Chairman.

Dato' Sr. Hisham is the Independent Non-Executive Director of Cement Industries of Malaysia Berhad and JCorp since September 2019 and May 2020 respectively.

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

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

### **Shamsul Anuar Bin Abdul Majid**

*Non-Independent Non-Executive Director*

Shamsul Anuar Bin Abdul Majid, a Malaysian aged 52, is our Non-Independent Non-Executive Director. He was appointed to our Board on 1 March 2023.

Shamsul Anuar graduated with a Bachelor of Science in Chemistry from Imperial College London, United Kingdom, in 1994 and obtained his Master of Business Administration (Islamic Finance) from the International Islamic University Malaysia in 2000. He is a Chartered Financial Analyst charterholder with the CFA Institute since 2002.

Shamsul Anuar began his career as the Planning Analyst with Shell Malaysia in 1994, where he was involved in, among others, appraising the economic performance of invested assets and performing budget analysis. He left Shell Malaysia in 1999 to join Boston Consulting Group Sdn Bhd, a company specialised in strategy management consultancy, as the Energy Sector Specialist, during which he had the opportunity to analyse and develop business strategies for several multinational companies. He left the consulting firm in 2001 and took a career break.

In 2004, he joined Grenland Nusantara Sdn Bhd, a Malaysian subsidiary of a Norwegian company that provides industrial solutions to the oil and gas industry, as the Vice President of Finance and Special Projects. In this role, he primarily oversaw the business development and financial matters involving the Malaysian subsidiary.

Shamsul Anuar left Grenland Nusantara Sdn Bhd in 2007 and joined Iskandar Investment Berhad, an investment holding company incorporated to catalyse the strategic development of Iskandar Malaysia, as Executive Vice President of Strategy and Feasibility Division, where he was responsible for, among others, managing and monitoring projects and activities undertaken by the company, handling land matters involving the company and conducting market research.

In 2011, Shamsul Anuar joined Iskandar Waterfront Holdings Sdn Bhd, an investment holding company with key subsidiaries serving as master developers of waterfront land in Johor Bahru, as the Special Officer to Managing Director, where his role included acting as a liaison between the Managing Director and internal and external stakeholders, monitoring the company's cross-planning and performance management processes.

Shamsul Anuar left Iskandar Waterfront Holdings Sdn Bhd in 2014 and co-founded Fikiran Sepakat Sdn Bhd, a boutique consulting company, with his business partner in 2015, where he was appointed as the Director and Principal Partner of the company and was responsible for the operations of the company.

In 2017, Shamsul Anuar ceased his directorship and disposed of all his equity interest in Fikiran Sepakat Sdn Bhd (which was then dissolved in 2022) and joined JCorp as the General Manager, focusing primarily on business research and development. Currently, he is the Chief Investment Officer of JCorp, a position he has held since 2020, where he is primarily responsible for the investments and strategies of the JCorp Group, with a focus on strategy planning, portfolio management and monitoring as well as business rehabilitation.

Shamsul Anuar is the Non-Independent Non-Executive Director of Damansara REIT Managers Sdn Berhad, KPJ (listed on the Main Market of Bursa Securities) and QSR Brands (M) Holdings Berhad since 2020 and Kulim since 2023. He is also the Non-Independent Non-Executive Director of Al-'Aqar Healthcare REIT and Al-Salam Real Estate Investment Trust (both listed on the Main Market of Bursa Securities and being managed by Damansara REIT Managers Sdn Berhad), since 2020.

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

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

### **Abdullah Bin Abu Samah**

*Independent Non-Executive Director*

Abdullah Bin Abu Samah, a Malaysian aged 58, is our Independent Non-Executive Director. He was appointed to our Board on 1 March 2023.

Abdullah graduated with a Bachelor of Science in Business Administration from the University of the Pacific, United States in 1986 and obtained his Master of Business Administration from the University of Washington, United States in 1988. He is a member of the Malaysian Association of Certified Public Accountants (now known as the Malaysian Institute of Certified Public Accountants) and the Malaysian Institute of Accountants since 1996 and 2001 respectively.

Abdullah began his career at KPMG PLT as the Audit Assistant in the audit division in 1988 and rose through the ranks to become the Partner in 1997 where he served until his retirement in 2020. He has over 32 years of experience in providing financial auditing services to clients from various industries, including multinational companies, and has led numerous audit assignments, including financial due diligence reviews on target companies under acquisition exercises. During his tenure with KPMG PLT, he was seconded to KPMG's London office for approximately 2 years, where he provides financial auditing services to the financial services sector. He also served as a member of the Executive Committee of KPMG PLT from 2014 to 2018, undertaking the role as the Head of Markets, where he oversaw market activities carried out by KPMG PLT.

Abdullah is the Independent Non-Executive Director of Media Prima Berhad (listed on the Main Market of Bursa Securities) and the Independent Non-Executive Director of Damansara REIT Managers Sdn Berhad, Al-Aqar Healthcare REIT and Al-Salam Real Estate Investment Trust (both listed on the Main Market of Bursa Securities and being managed by Damansara REIT Managers Sdn Berhad), since 2021.

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

### **Fawzi Bin Ahmad**

*Independent Non-Executive Director*

Fawzi Bin Ahmad, a Malaysian aged 70, is our Independent Non-Executive Director. He was appointed to our Board on 1 March 2023.

Fawzi obtained his Malaysian Higher School Certificate from the English College Johore Bahru (also known as Maktab Sultan Abu Bakar) in 1973. He is a member of The Incorporated Society of Planters since 1974.

Fawzi began his career with Kulim in 1974, where he was posted to Ulu Tiram Estate as the Probationary Assistant Manager, assisting in the management of the central division of the estate for a short stint before he was transferred to Ulu Tiram Manufacturing Company Ltd (subsequently known as UTMC), a subsidiary of Kulim, in the same year as the Assistant Manager. He was responsible for managing the production of rubber, including the coordination of rubber shipments worldwide. In 1979, Fawzi attended the Business Management School at the Asian Institute of Management, Philippines, but was called back to Malaysia in 1980 before completion of his studies to manage the dismantling and transfer of key machineries from New Zealand to Ulu Tiram, Johor.

In 1981, Fawzi was re-assigned to Kulim, where he was tasked to convert the rubber plantation at Ulu Tiram Estate to an oil palm plantation. Between 1984 to 1988, Fawzi took on various roles and responsibilities in Kulim, ranging from serving as the Assistant-in-Charge to the Senior Manager, where his responsibilities included managing the Pasak Estate located at Kota Tinggi, Johor, as well as developing an estate owned by Yayasan Pelajaran Johor ("YPJ"), where the development works involved initial clearing, nurseries, planting and establishment of infrastructure on the estate.



## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

In 1989, Fawzi was transferred to Eastern Plantation Agency (Johore) Sdn Bhd (now known as EPA Management), a subsidiary of Kulim, where he was appointed as the Manager, responsible for managing Ulu Tiram Estate and the operation of UTMIC.

In 1990, Fawzi left EPA Management and joined Austral Enterprises Berhad ("**AEB**"), a subsidiary of Island & Peninsular Berhad, as the Manager of Kerdau Estate in Pahang, where he was responsible for the day-to-day operations of the estate, before his appointment as the Planting Advisor in 1991, where his responsibility shifted to an advisory role. During his tenure with AEB, he provided plantation advice and conducted survey for estates owned by AEB in Sarawak.

He left AEB in 1991 and was appointed by YPJ as the Manager to spearhead the plantation division of YPJ, to ensure that the estates of YPJ are properly managed and income generating. During his tenure with YPJ from 1991 to 1998, he was involved in establishing and developing several oil palm plantation estates in Johor and an estate in Sumatra, Indonesia. He was also involved in the construction of a golf club in an estate owned by YPJ and managed the golf club's operations thereafter.

During his employment with YPJ, Fawzi was appointed as the Commissioner of PT Agritasari Prima, a related company of YPJ, in 1995. His responsibilities included overseeing the company's management, ensuring transparency, promoting good governance and protecting the interests of stakeholders. In the same year, he was appointed as the Executive Director of YPJ Plantation Management Sdn Bhd, a company principally involved in plantation management and advisory services, in which he held 51% equity interest in the company. He resigned from these positions in 2007 and 2005 respectively, and disposed of his entire equity interest in YPJ Plantation Management Sdn Bhd following his resignation.

Prior to his retirement in 2013, Fawzi served as the Planting Advisor to YPJ Plantations Sdn Bhd from 2007 to 2012, advising the company on all aspects of operations of oil palm plantation. After his retirement, Fawzi was engaged on an ad hoc basis between 2018 and 2021 to provide plantation advisory services to Sime Darby Plantation Berhad.

As at the LPD, he is also the director of a private limited company as disclosed in Section 5.2.3 of this Prospectus.

### **Mohd Fazillah Bin Kamaruddin** *Independent Non-Executive Director*

Mohd Fazillah Bin Kamaruddin, a Malaysian aged 65, is our Independent Non-Executive Director. He was appointed to our Board on 1 March 2023.

Mohd Fazillah graduated with a Bachelor of Economics (Analytical Economics) from Universiti Malaya, Malaysia, in 1981. He obtained a Diploma from the Association of International Bond Dealers (now known as the International Capital Market Association), Switzerland in 1986. He is also a Capital Markets Services Representative's Licence holder attached to UOB Kay Hian Securities (M) Sdn Bhd.

Mohd Fazillah began his career with Bank Bumiputera (M) Berhad ("**BBMB**") where he was attached to the Department of Financing and Investment under the International Banking Affairs Division in 1981 as the Executive Officer, where he was involved in managing foreign investments of BBMB.

In 1984, he was transferred to BBMB's office in London, United Kingdom, to manage the London office's investment portfolio. Subsequently in 1989, Mohd Fazillah was transferred to BBMB's office in New York, United States to manage its investment portfolio and had successfully rectified operational issues encountered by the bank.

In 1991, Mohd Fazillah was assigned to BBMB Securities Sdn Bhd ("**BBMB Securities**") as the Manager, where he was responsible for managing BBMB Securities' local investment portfolio. He resigned from BBMB Securities in 1994 and joined K&N Kenanga Sdn Bhd ("**K&N Kenanga**") in the same year as the Senior Dealer, where he was responsible for promoting investment products to institutional and corporate clients.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

Mohd Fazillah left K&N Kenanga and joined Charles Bradburne & Co (1930) Sdn Bhd (subsequently known as MGI Securities Sdn Bhd) in 1996 as the General Manager of Institutional Sales in the Trading Division, overseeing all matters relating to institutional and international clients. He left the company in 1998 and opted for an early retirement.

In 2010, Mohd Fazillah was a director of several private limited companies. Among others, he was the Chief Executive Officer of TJ Olland Services Sdn Bhd, a company principally engaged in painting, coating and blasting for offshore facilities, where he oversaw the day-to-day operations of the company. At the same time, he also served as the Advisor to Apex Energy Sdn Bhd, a company principally involved in engineering, procurement, construction and commissioning for oil and gas industries, where he advised on the procurement of projects undertaken by the company. He resigned from these positions by 2017.

As at the LPD, he is also a director of a private limited company as disclosed in Section 5.2.3 of this Prospectus.

### **Vinie Chong Pui Ling**

*Independent Non-Executive Director*

Vinie Chong Pui Ling, a Malaysian aged 45, is our Independent Non-Executive Director. She was appointed to our Board on 1 March 2023.

Vinie Chong graduated with a Bachelor of Commerce (Major in Finance) from the University of Melbourne, Australia in 2000. She is a Chartered Financial Analyst charterholder with CFA Institute since 2014. She is also a member of CPA Australia and the Malaysian Institute of Accountants since 2019 and 2022 respectively.

She started her career in 2001 as the Payment Officer with Deutsche Bank Malaysia, where she processed payment instructions. In 2022, she joined Apex Investment Services Berhad, an asset management firm, as the Executive, where she was involved in product development, training and marketing. Vinie Chong then joined 2 boutique financial advisory firms, namely Arcap Insef Limited and Pure Real Estate Consultancy Free Zone Establishment, where she provides project and financing advisory services to companies in Malaysia and the Middle East region in 2003. In 2007, she joined Efficient E-Solutions Berhad group as the Manager, overseeing corporate finance, business advisory, investment and cross-functional initiatives.

She left Efficient E-Solutions Berhad in 2009 and joined Malaysia Airports Holdings Berhad in 2010 as Manager of Corporate Finance & Business Advisory of the group, where she was responsible for corporate finance and fundraising transactions. She was then appointed as the General Manager of Corporate Finance, Treasury & Investor Relations in 2014, overseeing investment and finance strategy, and was instrumental in the fundraising and investment transactions of the group.

Vinie Chong left Malaysia Airports Holdings Berhad and joined Astro Productions Sdn Bhd in 2016 as the Chief Financial Officer, responsible for the overall financial management of the company. In 2017, she took up a commercial and strategy role as the Vice President of Commercial and Strategy, where she led the company's strategic and business initiatives until 2018.

In 2019, she started her own boardgame café business with her business partner under Epic Reroll Sdn Bhd, in which she is a director and shareholder of the company.

In 2020, she joined Cenergi SEA Berhad, a subsidiary of Khazanah Nasional Berhad, which provides sustainable and renewable energy solutions to reduce carbon emissions, as the Group Chief Financial Officer with primary responsibilities in the financial management and operations of the group, including financial reporting, tax, business control, strategy, treasury and corporate finance.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

Vinie Chong left Cenergi SEA Berhad and joined LEG Sdn Bhd, a subsidiary of HNG Capital Sdn Bhd, as Chief Investment Officer cum Head of Investor Relations in 2022. She was then transferred to Leader Energy Holding Berhad as Chief Investment Officer cum Head of Investor Relations in January 2023, where she was responsible for strategising and managing investment transactions and investor relations program for the group. She left Leader Energy Holding Berhad in February 2024 to pursue other career opportunities.

Vinie Chong has extensive experience in investment and fundraising exercises, which have won numerous prestigious awards from the esteemed RAM Rating, Euromoney, Triple A Asset Award, International Financing Review and Alpha Southeast Asia for best transactions and innovation in finance. She was named the Best Investor Relations Professional for Transportation Sector in Asia (sell side) and Best Investor Relations Professional for Industrial Sector in Asia (sell side) by Institutional Investor All-Asia Executive Team in 2013 and 2015 respectively.

As at the LPD, she is also a director of a private limited company as disclosed in Section 5.2.3 of this Prospectus.

### **Ong Li Lee**

*Independent Non-Executive Director*

Ong Li Lee, a Malaysian aged 63, is our Independent Non-Executive Director. She was appointed to our Board on 1 March 2023.

Li Lee obtained Advanced Levels in General Principles of English Law and Economics from Mid-Gloucestershire Technical College, United Kingdom in 1980 and 1981 respectively, and went on to London School of Accountancy, United Kingdom in 1985 to complete her General and Financial Administration course of the Institute of Chartered Secretaries and Administrators. She was admitted as an Associate of the Institute of Chartered Secretaries and Administrators in 1989.

Li Lee began her career as Semi-Senior with an accounting firm, Butters & Company, United Kingdom in 1986, where she performed auditing functions and prepared accounts and regulatory documents. She left the firm in 1989 and returned to Malaysia to join TAMS Secretarial Services Sdn Bhd as Company Secretarial Assistant, where she acted as company secretary for several companies.

In 1990, Li Lee joined the Kuala Lumpur Commodity Exchange (“KLCE”) as Assistant Company Secretary, handling matters pertaining to disputes between retail investors and brokers, and assisting the Deputy Chief Executive Officer in the administration of the KLCE. She resigned from KLCE in 1993 and joined UTSB Management Sdn Bhd, a company involved in the provision of management and consultancy services, as Assistant Company Secretary, where she managed a team of secretarial assistants and acted as secretary for various companies.

Li Lee left UTSB Management Sdn Bhd in 1994 and joined Kuala Lumpur Stock Exchange as Senior Officer of Market Development, where she was involved in, among others, conducting research and analysis for the introduction and development of trading instruments and services of the stock exchange as well as coordinating investor education programmes to promote a better understanding of the Malaysia securities industry. She rose through the ranks to become Head of Brand Management under the Group Business Development division in 2004, where she oversaw the international affairs of the exchange and its relationship with other regulatory authorities. In the following year, she was appointed as Head, Research and External Affairs under the Finance and Strategy division, where she continued focusing on product research and development and coordinating investor education programmes, and she worked closely with the Group Strategic Planning Division in formulating and developing various strategies and initiatives for the exchange.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

Li Lee was appointed as the Head of Sales and Marketing under the Information Services division in 2006, where she was responsible for the sales and marketing of the exchange's market data which included equities, derivatives, bond and market indices of the exchange. She was subsequently promoted to Head of Information Services in 2010, where in addition to her existing responsibilities, she also oversaw product development and the management of indices. In 2016, Li Lee was promoted to Director of Securities Market, where she was responsible for overseeing the entire business function of the securities market on the exchange to ensure continuous development, supply and aggregation of tradable alpha and beta products.

In 2017, Li Lee took on an advisory role, where she provided executive-level support to the Chief Executive Officer of Bursa Securities and was responsible for, among others, high-profile projects with direct impact on core operations and processes of Bursa Securities, as well as directing, coordinating and facilitating the implementation and management of key strategic initiatives.

In 2018, Li Lee left Bursa Securities and joined EquitiesTracker International Sdn Bhd (the holding company of EquitiesTracker Holdings Berhad, which is listed on the LEAP market of Bursa Securities) as Advisor to EquitiesTracker Holdings Berhad and its group of companies, a position she continues to hold today, where she advises on strategic planning, human resources, legal and communication matters of the group.

As at the LPD, she is also a director of, a private limited company, as disclosed in Section 5.2.3 of this Prospectus.

### **Norita Binti Ja'afar**

*Independent Non-Executive Director*

Norita Binti Ja'afar, a Malaysian aged 51, is our Independent Non-Executive Director. She was appointed to our Board on 1 March 2023.

Norita graduated with a Bachelor of Arts in Economics from the University of Nottingham, United Kingdom in 1994 and obtained her Master of Science in Fiscal Studies from the University of Bath, United Kingdom in 1995. She is a member of the Association of Climate Change Officers.

Norita began her career with Arthur Anderson HRM Sdn Bhd as Tax Consultant in 1995, where she was involved in tax advisory and compliance work. Between 1997 to 1999, Norita joined KAF group of companies and later Fima Securities Sdn Bhd, both as Financial Analyst, where she was involved in analysing the trading of securities. She was promoted to Vice President of Research in Fima Securities Sdn Bhd in 1999, where she continued undertaking similar responsibility, but with an additional supervisory role.

In 2000, she left Fima Securities Sdn Bhd and joined Sal's Food Industries Sdn Bhd ("**SFISB**"), a company involved in the manufacturing, marketing and distribution of food products, as Managing Director. During her tenure with SFISB, she oversaw fundraising exercises and formulated strategic plans to enhance SFISB's relationships with its foreign counterparts. She left SFISB in 2011 and took a career break until 2014.

In 2014, Norita was appointed as Chief Operating Officer of the Malaysian Global Innovation & Creativity Centre, an entity under the Ministry of Finance mandated to enhance global entrepreneurship for the nation, a position she held until November 2016. She played a crucial role in driving behavioural transformation and institutional shift aimed at fostering a new ecosystem for digital startups.

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

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In 2017, Norita was appointed as Chief Executive Officer of Innovative Associates Solutions Sdn Bhd, a corporate digital advisory and consultancy company, where she was responsible for overseeing the execution of business plans and strategies, and the development of new business opportunities. She left the company in 2019 and joined TFX Global Sdn Bhd, a fintech company that provides cross-border supply chain finance platform to facilitate international trade, as Chief Executive Officer. During her tenure with TFX Global Sdn Bhd, she successfully introduced an Islamic Shariah Trade Receivables technology platform for the company which promotes and ensure that trade and financing transactions are compliant with Shariah principles. In May 2021, she took on an advisory role in the company as the Senior Advisor until September 2021.

In January 2022, Norita founded Kitaran Tabah Sdn Bhd with her business partners, an ESG company that specialises in decarbonisation projects, where she helps to drive large scale nature-based projects through consultation, development, generation and sales of carbon credit. Through Kitaran Tabah Sdn Bhd, Norita has contributed in the development of blue carbon methodology for an international standard with a Voluntary Carbon Certification programme that facilitates and guarantees the registration of climate change mitigation programmes or projects.

As at the LPD, she is the director of several private limited companies as disclosed in Section 5.2.3 of this Prospectus. She is the Independent Non-Executive Director of Cypark Resources Berhad (listed on the Main Market of Bursa Securities) since January 2024.

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**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)****5.2.2 Directors' shareholdings**

Before our IPO, our Directors do not have any shareholding in our Company. The shareholdings of our Directors after our IPO (assuming full subscription of our IPO Shares reserved for our Directors under the Pink Form Allocations) are as follows:

Name	Before our IPO / After the Capitalisation and Share Split				After our IPO			
	Direct		Indirect		Direct		Indirect	
	No. of Shares ( <sup>'000</sup> )	%	No. of Shares ( <sup>'000</sup> )	%	No. of Shares ( <sup>'000</sup> )	(1)%	No. of Shares ( <sup>'000</sup> )	(1)%
Tan Sri Dato' Sri Dr. Ismail Bin Haji Bakar	-	-	-	-	375	*	-	-
Mohd Faris Adli Bin Shukery	-	-	-	-	350	*	-	-
Dato' Sr. Hisham Bin Jafrey	-	-	-	-	325	*	-	-
Shamsul Anuar Bin Abdul Majid	-	-	-	-	400	*	-	-
Abdullah Bin Abu Samah	-	-	-	-	250	*	-	-
Fawzi Bin Ahmad	-	-	-	-	250	*	-	-
Mohd Fazillah Bin Kamaruddin	-	-	-	-	250	*	-	-
Vinie Chong Pui Ling	-	-	-	-	250	*	-	-
Ong Li Lee	-	-	-	-	250	*	-	-
Norita Binti Ja'afar	-	-	-	-	250	*	-	-

**Notes:**

\* Less than 0.1%.

(1) Based on our enlarged total number of 2,500,000,000 Shares after our IPO.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

### 5.2.3 Directorships and principal business activities outside our Group

The following table sets out the principal directorships as at the LPD (“**Present Directorships**”) of our Directors and those which were held within the past 5 years up to the LPD (“**Past Directorships**”), as well as their involvement in principal business activities outside our Group for the past 5 years up to the LPD:

#### (i) Tan Sri Dato’ Sri Dr. Ismail Bin Haji Bakar

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<b><u>Present Directorships</u></b>						
• Anjung Cahaya Automobil Sdn Bhd	Car dealer, trading, buying and selling new and used motor vehicles	Director and shareholder	8 January 2021	-	30.0%	-
• Bank Islam Malaysia Berhad (listed on the Main Market of Bursa Securities)	Islamic banking business and the provision of related services	Chairman/ Independent Non-Executive Director	1 August 2020	-	-	-
• Grand Sahara (Pahang) Sdn Bhd	Principally involved in construction of toll highway	Director and shareholder	20 June 2022	-	5.0%	-
• Great Food Sdn Bhd	Restaurants, supermarket, export and import of a variety of goods	Director and shareholder	1 March 2023	-	60.0%	-
• JCorp	Investment holding activities, while its subsidiaries, associated companies and jointly controlled entities are principally involved in plantation and agrobusiness, healthcare and wellness services, real estate and infrastructure, quick service restaurants and investment holding	Deputy Chairman	1 April 2022	-	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• Maha Seni Bumi Sdn Bhd	Dormant. Intended to carry out general trading activities. As at the LPD, Maha Seni Bumi Sdn Bhd is undergoing a striking-off procedure	Director	4 September 2020	-	-	-
• Tekun Corporation Sdn Bhd	Debt collection agent, retailer and wholesaler	Director	25 March 2021	-	-	-
• TSI Hartabina Sdn Bhd	Property development and other related real estate business, and construction of buildings	Director and shareholder	19 July 2022	-	30.0%	-
• TSI Security Services Sdn Bhd	Temporary employment agency, private security services and wholesale of a variety of goods	Director and shareholder	17 February 2020	-	30.0%	-
<b><u>Past Directorships</u></b>						
• Bintulu Port Holdings Berhad (listed on the Main Market of Bursa Securities)	Investment holding, while its subsidiaries are involved in the provision of port services and bulking installation services	Non-Independent Non-Executive Chairman	1 September 2019	1 May 2021	-	-
• Institut Integriti Malaysia	To promote integrity as a way of life based on principles of ethics, integrity and independence	Director	4 October 2018	31 December 2019	-	-
• Kulim	Plantation and investment holding company holding Shares of our Company and shares in other companies <sup>(1)</sup>	Non-Independent Non-Executive Director	10 May 2022	31 March 2023	-	-



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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<ul style="list-style-type: none"> <li>Malaysia Rail Link Sdn Bhd</li> </ul>	To manage as project owner, facilitate, undertake and expedite the construction of East Coast Rail Link Project approved by the Government	Director	1 August 2019	31 July 2020	-	-
<ul style="list-style-type: none"> <li>Razak School of Government</li> </ul>	Centre of learning, business education, training and development of the middle and high management levels for the public and private sectors, to carry out policy analysis and to provide advisory and consultancy services in relation to government's policies	Director	27 September 2018	19 January 2020	-	-

**Other business involvement outside our Group**

Nil

**Note:**

- (1) As at the LPD, Kulim is the holding company of the following companies:
- Danamin (M) Sdn Bhd, a company principally involved in providing non-destructive testing services and performing electrical engineering works for oil and gas, marine, chemical and construction industries, and general trading and services;
  - EPA Management, a company principally involved in investment holding (investing in shares) and plantation management and consultancy services, while its subsidiaries are principally involved in the supply of information technology hardware and provision of information technology maintenance and development services, and livestock farming (sheep and cattle);
  - Farmbyte, a company principally involved in digital development and trading of fresh produce;
  - Jemaluang Dairy Valley Sdn Bhd, a company which intends to undertake activities in the production of raw milk from cows, wholesale and retail of dairy products, and investment holding in 2025. The company currently does not conduct any business activities;
  - JTP Trading Sdn Bhd, a company principally involved in trading and distribution of tropical fruits, and trading of fresh meats, vegetables, dry food ingredients, livestock, planting input and original equipment manufacturer products;
  - Kumpulan Bertam, a dormant company with no future business plans as at the LPD;

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


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- (g) Kulim Energy Nusantara Sdn Bhd, a dormant company with no future business plans as at the LPD;
- (h) Kulim Energy Sdn Bhd, a dormant company with no future business plans as at the LPD;
- (i) Kulim Pineapple Farm Sdn Bhd, a company principally involved in the production of fresh pineapple and suckers;
- (j) Kulim Topplant Sdn Bhd, a dormant company with no future business plans as at the LPD;
- (k) Optimum Status, a dormant company with no future business plans as at the LPD;
- (l) Pembangunan Mahamurni, an investment holding company (investing in shares), holding shares in UMAC, which is a dormant company;
- (m) Pristine Bay Sdn Bhd, a dormant company with no future business plans as at the LPD;
- (n) Selai, a dormant company with no future business plans as at the LPD;
- (o) Southern Greens Sdn Bhd, a company principally involved in the production of fresh vegetables, coconut and durian;
- (p) Sindora, an investment holding company (investing in shares), holding shares in E.A. Technique (M) Berhad (listed on the Main Market of Bursa Securities), a company that owns and operates marine vessels for the transportation and offshore storage of oil and gas, provider of port marine services and provision of engineering, procurement, construction, installation and commissioning of floating storage and offloading vessels;
- (q) Skellerup Industries (Malaysia) Sdn Bhd, an investment holding company (investing in shares), holding shares in SIM Manufacturing Sdn Bhd, a company principally involved in manufacturing of rubber products; and
- (r) UTMC, a dormant company with no future business plans as at the LPD.

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**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)****(ii) Mohd Faris Adli Bin Shukery**

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<b><u>Present Directorships</u></b>						
<ul style="list-style-type: none"><li>Kulim</li></ul>	Plantation and investment holding company holding Shares of our Company and shares in other companies <sup>(1)</sup>	Non-Independent Non-Executive Director	1 October 2020	-	-	-
<b><u>Past Directorships</u></b>						
<ul style="list-style-type: none"><li>EPA Management</li></ul>	Investment holding company (investing in shares) and plantation management and consultancy services. As at the LPD, EPA Management holds shares in 4 companies <sup>(2)</sup>	Director	1 January 2022	15 March 2023	-	-
<ul style="list-style-type: none"><li>Farmbyte</li></ul>	Digital development and trading of fresh produce	Director	24 August 2022	1 March 2023	-	-
<ul style="list-style-type: none"><li>Intrapreneur Value Creation Sdn Bhd</li></ul>	Providing financing to companies within the JCorp Group based on Shariah principles, to subscribe, acquire, hold, dispose shares or other securities of any other company which are Shariah compliant and to carry on trade or business whatsoever which can, in the opinion of the board of directors be advantageous	Director	18 November 2020	3 April 2023	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• Jemaluang Dairy Valley Sdn Bhd	Intends to undertake activities in the production of raw milk from cows, wholesale and retail of dairy products, and investment holding in year 2025. The company is currently not conducting any business activities	Director	29 September 2022	7 March 2023	-	-
• Kara Holdings Sdn Bhd	Investment holding company As at the LPD, it holds shares in 3 companies <sup>(3)</sup>	Director	29 November 2021	1 March 2023	-	-
• Kilau Nusantara Sdn Bhd	Activities of holding companies	Director	26 September 2022	16 July 2023	-	-
• Kulim Energy Sdn Bhd	Dormant. It has no future business plans as at the LPD	Director	1 January 2023	15 March 2023	-	-
• Kulim Energy Nusantara Sdn Bhd	Dormant. It has no future business plans as at the LPD	Director	18 November 2020	1 April 2023	-	-
• Libra Perfex Precision Sdn Bhd	Hire and charter of vessels, supply of all kinds of chemicals and chemical preparation and cleaning services for the industrial, oil and gas, marine, engineering and agricultural sectors	Director	1 November 2020	1 March 2023	-	-
• PT Wisesa Inspirasi Nusantara	Investment holding company	President Commissioner	8 February 2021	12 June 2023	-	-

**Other business involvement outside our Group**

Nil

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

### Notes:

- (1) Please refer to Note (1) of Section 5.2.3(i) of this Prospectus.
- (2) As at the LPD, EPA Management is the holding company of the following companies:
  - (a) Kulim Civilworks Sdn Bhd, a dormant company;
  - (b) Extreme Edge Sdn Bhd, a company principally involved in the supply of information technology hardware and provision of information technology maintenance and development services;
  - (c) Selai Livestock Sdn Bhd, a company principally involved in livestock farming (sheep and cattle); and
  - (d) PT Kulim Agro Persada, a dormant company.
- (3) As at the LPD, Kara Holdings Sdn Bhd is the holding company of the following companies:
  - (a) Roaster's Chicken Sdn Bhd, an investment holding company. However, it does not have any subsidiaries as at the LPD;
  - (b) Rasamas Holdings Sdn Bhd, a company principally involved in trading and dealing in poultry products; and
  - (c) Ayamas Shoppe Sdn Bhd, a company principally involved in investment holding, operation of a convenience food store chain, and dealing in poultry products. It does not have any subsidiaries as at the LPD.

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**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)**
**(iii) Dato' Sr. Hisham Bin Jafrey**

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<u>Present Directorships</u>						
• ARH Jurukur Bahan Sdn Bhd	Quantity surveyors, consultancy and construction	Managing Director and shareholder	29 July 1988	-	99.5%	-
• Cement Industries of Malaysia Berhad	Provision of management services and investment holding company holding shares in Negeri Sembilan Cement Industries Sdn Bhd, a company principally involved in the manufacturing and sale of cement	Independent Non-Executive Director	27 September 2019	-	-	-
• Extravision Sdn Bhd	Construction of engineering projects	Director	5 January 2004	-	-	-
• Farmbyte	Digital development and trading of fresh produce	Director	15 March 2023	-	-	-
• JCorp	Investment holding activities, while its subsidiaries, associated companies and jointly controlled entities are principally involved in plantation and agrobusiness, healthcare and wellness services, real estate and infrastructure, quick service restaurants and investment holding	Independent Non-Executive Director	1 May 2020	-	-	-
• Unipati Concrete Sdn Bhd	Production and sale of ready-mixed concrete	Director	25 October 2021	-	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<b><u>Past Directorships</u></b>						
• Kulim	Plantation and investment holding company holding Shares of our Company and shares in other companies <sup>(1)</sup>	Non-Independent Non-Executive Director	1 March 2020	31 March 2023	-	-
• Semangat Padu (M) Sdn Bhd	Investment advisory services, domestic and international trade affairs and construction of buildings	Director	4 August 1997	29 January 2021	-	-
<b><u>Other business involvement outside our Group</u></b>						
• Astute Automobile Sdn Bhd	Investment advisory services	Shareholder	-	-	33.3%	-
• Rainbow Kindergarten	Preschool education provider	Co-owner	-	-	-	-

**Note:**

(1) Please refer to Note (1) of Section 5.2.3(i) of this Prospectus.

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**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)****(iv) Shamsul Anuar Bin Abdul Majid**

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<b><u>Present Directorships</u></b>						
<ul style="list-style-type: none"><li>Al-`Aqar Healthcare REIT (listed on the Main Market of Bursa Securities)</li></ul>	Own and in general operate income-producing healthcare-related real estates via property acquisition, leasing and property management, portfolio management, financing and capital management, distribution of income to unitholders and compliance with regulations	Non-Independent Non-Executive Director	24 August 2020	-	-	-
<ul style="list-style-type: none"><li>Al-Salam Real Estate Investment Trust (listed on the Main Market of Bursa Securities)</li></ul>	Own and in general operate income-producing diversified real estates (non-healthcare-related) via property acquisition, leasing and property management, portfolio management, financing and capital management, distribution of income to unitholders and compliance with regulations	Non-Independent Non-Executive Director	24 August 2020	-	-	-
<ul style="list-style-type: none"><li>Damansara REIT Managers Sdn Berhad</li></ul>	Management company for real estate trust fund (Al-`Aqar Healthcare REIT and Al-Salam Real Estate Investment Trust)	Non-Independent Non-Executive Director	24 August 2020	-	-	-



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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• JCorp	Investment holding activities, while its subsidiaries, associated companies and jointly controlled entities are principally involved in plantation and agrobusiness, healthcare and wellness services, real estate and infrastructure, quick service restaurants and investment holding	Chief Investment Officer	2 February 2020	-	-	-
• JLand Group Sdn Bhd	Investment holding company holding shares in 4 companies <sup>(1)</sup>	Director	15 April 2021	-	-	-
• KPJ (listed on the Main Market of Bursa Securities)	Investment holding, while its subsidiaries are mainly involved in the operation of specialist hospitals	Non-Independent Non-Executive Director	7 May 2020	-	-	-
• Kulim	Plantation and investment holding company holding Shares of our Company and shares in other companies <sup>(2)</sup>	Non-Independent Non-Executive Director	1 September 2023	-	-	-
• N2W Corporation Sdn Bhd	Dormant. Intended to carry out activities as business technology innovator, technology accelerator and disruptive business enabler	Director	7 May 2020	-	-	-
• QSR Brands (M) Holdings Bhd	Investment holding company holding shares in 32 companies <sup>(3)</sup> and provision of management services	Non-Independent Non-Executive Director	21 February 2020	-	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<u>Past Directorships</u>						
• Axiata Digital Innovation Fund Sdn Bhd	Venture capital management and provide venture capital funding in the digital and internet industry, and carry out business as advisers and consultants particularly in the scope of information technology and multimedia	Alternate Director	25 January 2019	25 February 2020	-	-
• Axiata Digital Innovation Fund Sdn Bhd	Venture capital management and provide venture capital funding in the digital and internet industry, and carry out business as advisers and consultants particularly in the scope of information technology and multimedia	Director	12 March 2020	14 August 2020	-	-
• Business Chronicles Sdn Bhd	Investment holding company holding shares in Massive Equity Sdn Bhd, which in turn is an investment holding company holding shares in QSR Brands (M) Holdings Sdn Bhd. Please refer to Section 5.2.3(iv) of this Prospectus for the principal activities of QSR Brands (M) Holdings Sdn Bhd	Director	28 January 2020	23 December 2020	-	-
• Damansara Assets	Investment holding company. As at the LPD, it holds shares in 6 companies <sup>(4)</sup>	Director	1 April 2020	25 May 2023	-	-
• Damansara Holdings Berhad	Investment holding, while its subsidiaries are principally involved in development of building projects construction, project management professional care and cleaning product	Non-Independent Non-Executive Director	30 October 2021	31 December 2023	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• Farmbyte	Digital development and trading of fresh produce	Director	11 November 2022	19 December 2023	-	-
• Jemaluang Dairy Valley Sdn Bhd	Intends to undertake activities in the production of raw milk from cows, wholesale and retail of dairy products, and investment holding in year 2025. The company is currently not conducting any business activities	Director	7 March 2023	31 December 2023	-	-
• Johor Land	Property development, construction and investment holding company. As at the LPD, it holds shares in 6 companies <sup>(5)</sup>	Director	21 January 2021	16 January 2023	-	-
• Kara Holdings Sdn Bhd	Investment holding company. As at the LPD, it holds shares in 3 companies <sup>(6)</sup>	Director	4 February 2019	2 March 2021	-	-
• Kulim	Plantation and investment holding company holding Shares of our Company and shares in other companies <sup>(2)</sup> :	Non-Independent Non-Executive Director	10 July 2020	31 March 2023	-	-
• Kulim Energy Sdn Bhd	Dormant. It has no future business plans as at the LPD	Director	12 February 2020	18 November 2020	-	-
• Langsat Marine Base Sdn Bhd	Construct, manage and operate an offshore and a marine logistics base to cater the supports and services of offshore oil and gas industry, driven by offshore operations	Director	15 January 2019	18 November 2020	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• Langsat Marine Terminal Sdn Bhd	Business of clearing and forwarding agents and warehousing agency for goods imported and exported and business of logistics organisers, conductors and implementers for shipment, movement, transfer and transshipment of goods and transportation	Director	15 January 2019	18 November 2020	-	-
• Langsat OSC Sdn Bhd	Construct, manage and operate an offshore and a marine logistics base to cater the supports and services of offshore oil and gas industry	Director	15 January 2019	1 September 2020	-	-
• Massive Equity Sdn Bhd	Investment holding company. As at the LPD, it holds shares in QSR Brands (M) Holdings Sdn Bhd. Please refer to Section 5.2.3(iv) of this Prospectus for the principal activities of QSR Brands (M) Holdings Sdn Bhd	Alternate Director	21 February 2020	18 November 2020	-	-
• Newwave Health Sdn Bhd	Medical solutions provider (dissolved on 10 March 2023)	Director	7 May 2020	-	-	-
• TLP Terminal Sdn Bhd	To develop, control and administer and otherwise operate Tanjung Langsat port, to control the berthing and movement of all vessels at Tanjung Langsat port	Alternate Director	15 January 2019	13 July 2020	-	-
• TLP Terminal Sdn Bhd	To develop, control and administer and otherwise operate Tanjung Langsat port, to control the berthing and movement of all vessels at Tanjung Langsat port	Director	13 July 2020	25 May 2023	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• TPM Technopark Sdn Bhd	Develop industrial estates, undertake or direct the management of the property, buildings, lands and estates	Alternate Director	15 January 2019	13 July 2020	-	-
• TPM Technopark Sdn Bhd	Develop industrial estates, undertake or direct the management of the property, buildings, lands and estates	Director	13 July 2020	22 December 2020	-	-

**Other business involvement outside our Group**

Nil

**Notes:**

- (1) As at the LPD, JLand Group Sdn Bhd is the holding company of the following companies:
- (a) Kulim Technology Ideas Sdn Bhd, a company principally involved in investment holding and a special purpose vehicle for financing purposes. It does not hold shares in any company as at the LPD;
  - (b) JLG Services Sdn Bhd, a company principally involved in providing management and consultancy services, conducting training programs and activities for human capital development;
  - (c) JL Projects Sdn Bhd, a company principally involved in real estate activities with own or leased property; and
  - (d) Damansara Holdings Berhad, a company principally involved in investment holding, while its subsidiaries are principally involved in development of building projects construction, project management professional care and cleaning product.
- (2) Please refer to Note (1) of Section 5.2.3(i) of this Prospectus.
- (3) As at the LPD, QSR Brands (M) Holdings Bhd is the holding company of the following companies:
- (a) Kampuchea Food Corporation Co. Ltd, a company principally involved in the operation of fast-food restaurants in Cambodia;
  - (b) Pizza (Kampuchea) Private Limited, a company undergoing striking-off process;
  - (c) Ayamas Food Corporation Sdn Bhd, a company principally involved in investment holding, poultry processing and further processing activities, while its subsidiaries are principally involved in sales and marketing of food products, transportation agent, property holding and operation of Sudut Ayamas;

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

- (d) Pintas Tiara Sdn Bhd, a company principally involved in property holding;
- (e) QSR Trading Sdn Bhd, a company principally involved in sales and marketing of food products and as transportation agent;
- (f) Usahawan Bistari Ayamas Sdn Bhd, a company principally involved in the operation of Sudut Ayamas;
- (g) QSR Captive Insurance Limited, a company principally involved in conducting captive insurance business from or through the Federal Territory of Labuan, Malaysia;
- (h) Multibrand QSR Holdings Pte Ltd, a company principally involved in investment holding. As at the LPD, the company is undergoing liquidation process;
- (i) Pizza Hut Singapore Pte Ltd, a company principally involved in the operation of Pizza Hut restaurants in Singapore;
- (j) Pizza Hut Restaurants Sdn Bhd, a company principally involved in operating pizza restaurants and as transportation agent;
- (k) PHD Delivery Sdn Bhd, a company principally involved in the operation of pizza delivery restaurants;
- (l) KFC Holdings (Malaysia) Bhd, a company principally involved in property holding;
- (m) QSR Stores Sdn Bhd, a company principally involved in the operation of restaurants and trading consumables;
- (n) KFCIC Assets Sdn Bhd, a company principally involved in property holding;
- (o) Efinite Value Sdn Bhd, a company principally involved in the operation of customer service call centre;
- (p) Efinite Revenue Sdn Bhd, a dormant company;
- (q) QSR Delivery Sdn Bhd, a company principally involved in food service activities;
- (r) Ayamas Integrated Poultry Industry Sdn Bhd, a company principally involved in the operation of a feedmill, breeder farms and hatchery and investment holding, while its subsidiaries are principally involved in poultry breeder farm and property holding;
- (s) MH Integrated Farm Berhad, a company principally involved in property holding;
- (t) Ladang Ternakan Putihekar (N.S.) Sdn Bhd, a company principally involved in the operation of a poultry breeder farm;
- (u) QSR Manufacturing Sdn Bhd, a company principally involved in operating a bakery and commissary and investment holding. It does not have any subsidiaries as at the LPD;
- (v) Region Food Industries Sdn Bhd, a company principally involved in operating sauce manufacturing plant;
- (w) Tepak Marketing Sdn Bhd, a company principally involved in contract packing tea and tea trading;
- (x) KFC (Peninsular Malaysia) Sdn Bhd, a company principally involved in biodiesel, property holding and investment holding, holding shares in SPM Restaurants Sdn Bhd, a company principally involved in property holding;
- (y) SPM Restaurants Sdn Bhd, a company principally involved in property holding;
- (z) Integrated Poultry Industry Sdn Bhd, a company principally involved in primary poultry processing;
- (aa) KFC (Sabah) Sdn Bhd, a company principally involved in investment holding. As at the LPD, the company is undergoing liquidation process;
- (bb) KFC (B) Sdn Bhd, a company principally involved in the operation of quick service restaurants;
- (cc) Kentucky Fried Chicken (Malaysia) Sendirian Berhad, a company principally involved in human resource management;
- (dd) KFC (Sarawak) Sdn Bhd, a company principally involved in the operation of fast-food restaurants;
- (ee) WQSR Holdings (S) Pte Ltd, a company principally involved in investment holding. As at the LPD, the company is undergoing liquidation process; and
- (ff) Kentucky Fried Chicken Management Pte Ltd, a company principally involved in the operation of Kentucky Fried Chicken restaurants in Singapore.

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

- (4) As at the LPD, Damansara Assets is the holding company of the following companies:
- (a) DASB Security Sdn Bhd, a company involved in providing consultancy and security services;
  - (b) Bukit Damansara Development Sdn Bhd, a company principally involved in property and investment holding. It does not have any subsidiaries as at the LPD;
  - (c) Coaction Events Sdn Bhd, a company principally involved in events management;
  - (d) Damansara REIT Managers Sdn Berhad, the management company for Al-Aqar Healthcare REIT and Al-Salam Real Estate Investment Trust;
  - (e) DASB Parking Sdn Bhd, a company principally involved in carpark management, design and consultancy services; and
  - (f) DASB Food Services Sdn Bhd, a company principally involved in food services.
- (5) As at the LPD, Johor Land is the holding company of the following companies:
- (a) KPJ (listed on the Main Market of Bursa Securities), a company principally involved in investment holding, while its subsidiaries are mainly involved in the operation of specialist hospitals;
  - (b) JLand Australia Pty Ltd, a company principally involved in property development;
  - (c) Johor City Development Sdn Bhd, a company principally involved in property development;
  - (d) Advance Development Sdn Bhd, a company principally involved in property development;
  - (e) Pembinaan Perfab Sdn Bhd, a company principally involved in property development;
  - (f) Bandar Baru Majidee Development Sdn Bhd, a company principally involved in property development.
- (6) Please refer to Note (3) of Section 5.2.3(ii) of this Prospectus.

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**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)****(v) Abdullah Bin Abu Samah**

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<b><u>Present Directorships</u></b>						
• Agensi Pekerjaan Firstworks Sdn Bhd	Private employment agency, to recruit and place a worker to another employer	Director	1 August 2022	-	-	-
• Agios Holdings Sdn Bhd	Dormant. Intended to carry out activities as an investment holding company	Director and shareholder	14 December 2004	-	51.0%	-
• Al-`Aqar Healthcare REIT (listed on the Main Market of Bursa Securities)	Own and in general operate income-producing healthcare-related real estates via property acquisition, leasing and property management, portfolio management, financing and capital management, distribution of income to unitholders and compliance with regulations	Independent Non-Executive Director	10 March 2021	-	-	-
• Al-Salam Real Estate Investment Trust (listed on the Main Market of Bursa Securities)	Own and in general operate income-producing diversified real estates (non-healthcare-related) via property acquisition, leasing and property management, portfolio management, financing and capital management, distribution of income to unitholders and compliance with regulations	Independent Non-Executive Director	10 March 2021	-	-	-
• Aspirasi Entiti Sdn Bhd	Dormant. Intended to carry out activities as an investment holding company	Director and shareholder	14 March 2013	-	50.0%	-



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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• Damansara REIT Managers Sdn Berhad	Management company for real estate trust fund (Al-Aqar Healthcare REIT and Al-Salam Real Estate Investment Trust)	Independent Non-Executive Director	10 March 2021	-	-	-
• Extreme Edge Sdn Bhd	Supply of information technology hardware and provision of information technology maintenance and development services	Director	1 February 2021	-	-	-
• Firstworks Group Sdn Bhd	Business management consultancy services and provision of human resources for client businesses and human resource consultancy services	Director	1 August 2022	-	-	-
• Media Prima Berhad (listed on the Main Market of Bursa Securities)	Investment holding, while its subsidiaries are involved in media-related businesses in television, print, radio, out-of-home advertising, content creation and digital media	Independent Non-Executive Director	11 March 2021	-	-	-
• Staffworks Sdn Bhd	Management consultancy	Director	1 August 2022	-	-	-
• Sutra Foundation	To preserve, develop and promote traditional and contemporary performing arts in Malaysia	Director	19 November 2014	-	-	-
<b><u>Past Directorships</u></b>						
• Kulim	Plantation and investment holding company holding Shares of our Company and shares in other companies <sup>(1)</sup>	Independent Non-Executive Director	1 January 2021	31 March 2023	-	-

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<u>Other business involvement outside our Group</u>						
• KPMG Desa Megat PLT	Accounting, bookkeeping and auditing activities and tax consultancy	Partner	23 December 2016	1 January 2021	-	-
• KPMG PLT <sup>(2)</sup>	Audit, tax and advisory services	Partner	23 December 2016	1 January 2021	-	-
• KPMG Ventures PLT	Activities of holding companies	Partner	14 November 2016	1 January 2021	-	-

### Notes:

- (1) Please refer to Note (1) of Section 5.2.3(i) of this Prospectus.
- (2) Abdullah Bin Abu Samah has been acting as Partner of KPMG (prior to its conversion from a conventional partnership to a limited liability partnership under the name of KPMG PLT) since October 1997.

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


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**(vi) Fawzi Bin Ahmad**

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<b><u>Present Directorships</u></b>						
• Canseal (M) Sdn Bhd	Manufacturing of swimming caps and rubber moulded products	Director and shareholder	7 June 2010	-	33.3%	-
<b><u>Past Directorships</u></b>						
• Kulim	Plantation and investment holding company holding Shares of our Company and shares in other companies <sup>(1)</sup>	Independent Non-Executive Director	1 January 2021	31 March 2023	-	-

**Other business involvement outside our Group**

Nil

**Note:**

(1) Please refer to Note (1) of Section 5.2.3(i) of this Prospectus.

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**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)****(vii) Mohd Fazillah Bin Kamaruddin**

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<u>Present Directorships</u>						
<ul style="list-style-type: none"><li>Al Amin Strategic Commodity Sdn Bhd</li></ul>	Napier cultivation	Director	20 February 2020	-	-	-
<u>Past Directorships</u>						
<ul style="list-style-type: none"><li>Kulim</li></ul>	Plantation and investment holding company holding Shares of our Company and shares in other companies <sup>(1)</sup>	Independent Non-Executive Director	20 June 2021	31 March 2023	-	-
<ul style="list-style-type: none"><li>Seacera Group Berhad (listed on the Main Market of Bursa Securities)</li></ul>	Trading of building materials while its subsidiaries are involved in property development activities, general construction and trading activities, trading of personal protective equipment products and property investment holding activities	Independent Non-Executive Director	16 August 2017	29 May 2019	-	-

**Other business involvement outside our Group**

Nil

**Note:**

(1) Please refer to Note (1) of Section 5.2.3(i) of this Prospectus.

**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)****(viii) Vinie Chong Pui Ling**

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<b><u>Present Directorships</u></b>						
• Epic Reroll Sdn Bhd	Retail sale of games and toys made of all materials, restaurant and business management consultancy services	Director and shareholder	29 March 2019	-	40.0%	-
<b><u>Past Directorships</u></b>						
• Bell Cenergi Linggi Sdn Bhd	Construction of power plants and other engineering projects, and other construction installation	Director	28 October 2020	30 September 2022	-	-
• Bell Cenergi Paloh Sdn Bhd	Construction of power plants and other engineering projects, and other construction installation	Director	25 May 2021	30 September 2022	-	-
• Bell Cenergi YP Sdn Bhd	Ownership, operation and maintenance of renewable energy facilities for the purpose of generating electrical power from renewable resources to be sold to the grid	Director	28 October 2020	30 September 2022	-	-
• Cenergi Cheekah Sdn Bhd	Construction, investment and providing consultancy for renewable energy projects	Director	24 November 2020	30 September 2022	-	-
• Cenergi Chersonese Sdn Bhd	Construction of power plants and other engineering projects, and other construction installation	Director	28 October 2020	30 September 2022	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• Cenergi Classic Sdn Bhd	Ownership and operation of generation facilities, and maintenance of renewable energy facilities for the purpose of generating electrical power from renewable resources to be sold to the grid	Director	14 April 2020	30 September 2022	-	-
• Cenergi EE Sdn Bhd	Carry out energy efficiency projects	Director	5 March 2020	30 September 2022	-	-
• Cenergi EE Holdings Sdn Bhd	Renewable energy developers in solar and energy efficiency, investment holding company and provision of management services	Director	30 October 2020	30 September 2022	-	-
• Cenergi Elphil Sdn Bhd	Construction of power plants and other engineering projects, and other construction installation	Director	28 October 2020	30 September 2022	-	-
• Cenergi Endah Sdn Bhd	Construction of power plants and other engineering projects, and other construction installation	Director	28 October 2020	30 September 2022	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• Cenergi EPC Sdn Bhd	Project management activities involving amongst others, coordinating, managing, advising, maintaining control over project schedule and budget related to construction, engineering design and development of new infrastructures, buildings, facilities, power plants and any such installations, and to provide engineering, procurement and construction services for renewable energy plant	Director	28 October 2020	30 September 2022	-	-
• Cenergi FJP Sdn Bhd	Operation of generation facilities that produce electric energy	Director	30 October 2020	30 September 2022	-	-
• Cenergi Hamparan Sdn Bhd	Ownership, operation and maintenance of renewable energy facilities for the purpose of generating electrical power from renewable resources to be sold to the grid	Director	2 March 2020	30 September 2022	-	-
• Cenergi Langkap Sdn Bhd	Construction of power plants and other engineering projects, and other construction installation	Director	28 October 2020	30 September 2022	-	-
• Cenergi Operations and Maintenance Sdn Bhd	Operation and maintenance of renewable energy power plants	Director	5 March 2020	30 September 2022	-	-
• Cenergi Palong Sdn Bhd	Contracting and construction of a renewable energy plant	Director	2 March 2020	30 September 2022	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• Cenergi Pantai Remis Sdn Bhd	Contracting and construction of a renewable energy plant	Director	2 March 2020	30 September 2022	-	-
• Cenergi RE Sdn Bhd	Investment holding company and provision of operation and maintenance services	Director	28 April 2020	30 September 2022	-	-
• Cenergi Refuel Sdn Bhd	Development and operations of biomass pellet manufacturing facilities, and conducting manufacturing activities to produce biomass pellets	Director	2 March 2020	30 September 2022	-	-
• Cenergi Sg. Dingin Sdn Bhd	Construction of power plants and other engineering projects, and other construction installation	Director	28 October 2020	30 September 2022	-	-
• Cenergi Solar Sdn Bhd	Renewable energy developers in solar and energy efficiency, investment holding company and provision of management services	Director	28 October 2020	30 September 2022	-	-
• Cenergi Sri Ganda Sdn Bhd	Construction of power plants and other engineering projects, and other construction installation	Director	30 October 2020	30 September 2022	-	-
• Cenergi Sri Jelutung Sdn Bhd	Contracting and construction of renewable energy plant	Director	30 October 2020	30 September 2022	-	-
• Cenergi Sua Betong Sdn Bhd	Operation of generation facilities that produce electric energy and construction of power plants and other engineering projects	Director	2 March 2020	30 September 2022	-	-



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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• Cenergi Sunseap Energy Solutions Sdn Bhd	Renewable energy developers in solar and energy efficiency	Director	30 October 2020	30 September 2022	-	-
• Cenergi Tennamaram Sdn Bhd	Construction of renewable energy facilities and operating such facilities for the purpose of generating electrical power from renewable resources to be sold to the national grid, and packaging of generator sets	Director	2 March 2020	30 September 2022	-	-
• Cenergi West Sdn Bhd	Construction of power plants and other engineering projects, and other construction installation	Director	28 October 2020	30 September 2022	-	-
• CSES Rooftop Alpha Sdn Bhd	Operation of generation facilities that produce electric energy, construction of power plants and other engineering projects	Director	2 March 2020	30 September 2022	-	-
• Damansara Holdings Berhad	Investment holding, while its subsidiaries are principally involved in development of building projects construction, project management professional care and cleaning product	Independent Non-Executive Director	1 July 2018	31 December 2023	-	-
• Digital Awan Sdn Bhd	Ownership, operation and maintenance of renewable energy facilities for the purpose of generating electrical power from renewable resources to be sold to the grid	Director	2 March 2020	30 September 2022	-	-

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

<b>Company</b>	<b>Principal activities</b>	<b>Position held</b>	<b>Date of appointment</b>	<b>Date of resignation</b>	<b>Equity interest held</b>	
					<b>Direct</b>	<b>Indirect</b>
• HIS Cenergi Sdn Bhd	Operation of generation facilities that produce electric energy (struck off on 29 July 2021)	Director	9 April 2020	-	-	-
• IRM Solar Sdn Bhd	Supplying electricity generated from solar power plant	Director	2 March 2020	30 September 2022	-	-
• Leader Energy Ventures Sdn Bhd	Other management consultancy activities	Director	2 May 2023	29 February 2024	-	-
• Leader Solar Sdn Bhd	Operation of generation facilities that produce electric energy	Director	2 May 2023	29 February 2024	-	-
• Leader Energy Sdn Bhd	Activities of holding companies, holding shares in Leader Solar Energy Sdn Bhd and Leader Solar Energy II Sdn Bhd	Director	2 May 2023	29 February 2024	-	-
• Leader Solar Energy Sdn Bhd	Engineering, procurement, construction, operating and maintenance of solar photovoltaic power plant	Director	2 May 2023	29 February 2024	-	-
• Leader Solar Energy II Sdn Bhd	Operation of generation facilities that produce electric energy	Director	2 May 2023	29 February 2024	-	-
• Marudu Power Sdn Bhd	Ownership, operation and maintenance of renewable energy facilities for the purpose of generating electrical power from renewable resources to be sold to the grid	Director	2 March 2020	30 September 2022	-	-

**Other business involvement outside our Group**

Nil

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


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(ix) Ong Li Lee

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<u>Present Directorships</u>						
• ET Smart Wealth Sdn Bhd	Fund management	Executive Director	6 October 2022	-	-	-
<u>Past Directorships</u>						
Nil						
<u>Other business involvement outside our Group</u>						
• Equitiestracker Holdings Berhad (listed on the LEAP Market of Bursa Securities)	Investment holding, while its subsidiaries are principally involved in software development, provision of software services, investment training services and fund management	Advisor and shareholder	-	-	1.8%	-

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**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)****(x) Norita Binti Ja'afar**

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<b><u>Present Directorships</u></b>						
• Cypark Resources Berhad (listed on the Main Market of Bursa Securities)	Investment holding, while its subsidiaries are principally engaged in the business of renewable energy, construction and engineering, green technology and environment services, waste management and waste-to-energy, investment holding and provision of management services	Independent Non-Executive Director	18 January 2024	-	-	-
• Kayametrics Sdn Bhd	Dormant. Intended to provide computer consultancy services	Director and shareholder	5 July 2017	-	100.0%	-
• Kitaran Tabah Sdn Bhd	Financial consultancy services and other management consultancy activities	Director and shareholder	24 January 2022	-	45.0%	-
<b><u>Past Directorships</u></b>						
• Armada Ikhtiar Sdn Bhd	Activities of holding companies	Director	12 February 2020	21 June 2021	-	-
• Hup Seng Industries Berhad (listed on the Main Market of Bursa Securities)	Investment holding, while its subsidiaries are involved in the manufacturing and sales of biscuits and coffee mix, and dealers in biscuits, confectionery and other foodstuff	Independent Non-Executive Director	11 August 2000	31 March 2022	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• TFX Capital Sdn Bhd	Financial service activities, except insurance/takaful and pension funding	Director	22 January 2020	15 October 2021	-	-
• TFX Enterprise Sdn Bhd	Information technology service activities	Director	8 January 2020	15 October 2021	-	-
<b><u>Other business involvement outside our Group</u></b>						
• Aegis Associates Sdn Bhd	Dormant. Intended to provide technology finance services	Shareholder	-	-	25.0%	-

The involvement of our Directors in those business activities outside our Group does not give rise to any conflict of interest situation (including potential conflict of interest) as none of these businesses engage in business activities that are similar to that of our Group (i.e. upstream oil palm plantation activities, trading and other support services and renewable energy). While some of these businesses have transactions with our Group as set out in Section 11.1.1 of this Prospectus, they are carried out on an arm's length basis and on normal commercial terms which are not unfavourable to our Group and are comparable to those generally available to third parties. These transactions such as the sale of CPO, purchase of FFB, provision of trading and support services as well as the provision of administrative and secretarial services were transacted at pricing which were comparable to contemporaneous transactions with unrelated third parties for similar products/services and we are not dependent on them for revenue or purchases.

Further, the involvement of our Managing Director in Kulim does not preclude him from allocating or committing his time and effort to our Group as he is not involved in the management and day-to-day operations of Kulim. His non-executive role in Kulim does not require his involvement on a daily basis as the business is managed by its own management. In relation to our Non-Executive Directors, their involvement in other businesses or corporations does not preclude them from allocating or committing their time and effort to our Group as they are not involved in the management and day-to-day operations of our Group.

As such, our Directors are of the view that although they are involved in other businesses as set out above, they are able to devote sufficient time and attention to the affairs of our Group to carry out their respective duties.

**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)****5.2.4 Remuneration and material benefits-in-kind of our Directors**

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

**FYE 2022**

<b>Director</b>	<b>Salaries (RM'000)</b>	<b>Fees (RM'000)</b>	<b>Bonuses (RM'000)</b>	<b>(2)Contributions (RM'000)</b>	<b>Allowances (RM'000)</b>	<b>Benefits- in-kind (RM'000)</b>	<b>Total (RM'000)</b>
Mohd Faris Adli Bin Shukery <sup>(1)</sup>	-	-	-	-	-	-	-

**Proposed for the FYE 2023**

<b>Director</b>	<b>Salaries (RM'000)</b>	<b>Fees (RM'000)</b>	<b>Bonuses (RM'000)</b>	<b>(2)Contributions (RM'000)</b>	<b>Allowances (RM'000)</b>	<b>Benefits- in-kind (RM'000)</b>	<b>Total (RM'000)</b>
Tan Sri Dato' Sri Dr. Ismail Bin Haji Bakar	-	<sup>(3)</sup> 183	-	-	40	-	223
Mohd Faris Adli Bin Shukery	<sup>(4)</sup> 455	-	<sup>(5)</sup> -	111	150	12	728
Dato' Sr. Hisham Bin Jafrey	-	<sup>(3)</sup> 138	-	-	51	-	189
Shamsul Anuar Bin Abdul Majid	-	<sup>(3)</sup> 29	-	-	51	-	80
Abdullah Bin Abu Samah	-	<sup>(3)</sup> 129	-	-	40	-	169
Fawzi Bin Ahmad	-	<sup>(3)</sup> 133	-	-	52	-	185
Mohd Fazillah Bin Kamaruddin	-	<sup>(3)</sup> 133	-	-	45	-	178
Vinie Chong Pui Ling	-	<sup>(3)</sup> 133	-	-	51	-	184
Ong Li Lee	-	<sup>(3)</sup> 137	-	-	53	-	190
Norita Binti Ja'afar	-	<sup>(3)</sup> 133	-	-	54	-	187

**Notes:**

- (1) During the FYE 2022, Mohd Faris Adli Bin Shukery was the Managing Director of Kulim and he did not receive any remuneration or material benefits-in-kind from us for his directorship in a subsidiary of Kulim. For information purposes, Mohd Faris Adli Bin Shukery received a total remuneration and material benefits-in-kind of approximately RM1.2 million from Kulim for the FYE 2022.
- (2) Comprise contributions to Employees Provident Fund and Social Security Organisation.

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

- (3) The director's fees are computed from 1 March 2023, being the date they were appointed to our Board.
- (4) The salary of Mohd Faris Adli Bin Shukery is computed from 1 March 2023, being the date he was re-designated as our Managing Director.
- (5) Bonuses will be determined at a later date depending on the performance of our Managing Director and our Group.

The remuneration for each of our Directors is subject to review and recommendation by our Board Nomination and Remuneration Committee and approval by our Board. The fees and benefits payable to our Directors shall be further approved by our shareholders pursuant to an ordinary resolution passed at a general meeting.

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## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

### 5.2.5 Service contracts

As at the LPD, there are no existing or proposed service contracts entered into or to be entered into by our Directors with our Group which provide for benefits upon termination of employment.

### 5.2.6 Board Audit Committee

Our Board Audit Committee comprises the following members:

Name	Designation	Directorship
Abdullah Bin Abu Samah	Chairman	Independent Non-Executive Director
Ong Li Lee	Member	Independent Non-Executive Director
Vinie Chong Pui Ling	Member	Independent Non-Executive Director

The main functions of our Board Audit Committee are as follows:

- (i) review with the external auditors, the audit scope and plan, including any changes to the scope of the audit plan;
- (ii) ensure the internal audit function is independent of the activities it audits and the head of internal audit reports functionally to our Board Audit Committee directly;
- (iii) review the head of internal audit's performance on an annual basis;
- (iv) take cognisance of resignations of internal audit staff members or the internal audit service provider;
- (v) review the adequacy of the internal audit scope and plan, including the internal audit programme, functions, competency and resources of the internal audit function and that it has the necessary authority to carry out its work;
- (vi) review the external and internal audit reports to ensure that appropriate and prompt remedial action is taken by management on major deficiencies in controls or procedures that are identified;
- (vii) review major audit findings and management's response during the year with management, external auditors and internal auditors, including the status of previous audit recommendations;
- (viii) review the assistance given by our officers to the auditors, and any difficulties encountered in the course of the audit work, including any restrictions on the scope of activities or access to required information;
- (ix) set policies and procedures to assess the suitability, objectivity and independence of the external auditors;
- (x) review the non-audit services provided by the external auditors and/or its network firms to us for the financial year;
- (xi) review the appointment and performance of external auditors, the audit fee and any question of resignation or dismissal before making recommendations to our Board;
- (xii) review the quarterly results and the year-end financial statements, prior to approval by our Board;
- (xiii) review any related party transaction and conflict of interest situation that arose, persist or may arise within our Group including any transaction, procedure or course of conduct that raises questions of management integrity;



## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

- (xiv) review procedures in place to ensure that we are in compliance with the Act, Listing Requirements and other legislative and reporting requirements;
- (xv) review the compliance framework, the plan and the scope of work of the compliance function; and
- (xvi) monitor the overall compliance to the internal policies, statutory and regulatory requirements as well as guidelines for our Group.

### 5.2.7 Board Risk Committee

Our Board Risk Committee comprises the following members:

<u>Name</u>	<u>Designation</u>	<u>Directorship</u>
Dato' Sr. Hisham Bin Jafrey	Chairman	Non-Independent Non-Executive Director
Vinie Chong Pui Ling	Member	Independent Non-Executive Director
Fawzi Bin Ahmad	Member	Independent Non-Executive Director

The main functions of our Board Risk Committee are as follows:

- (i) define and recommend the principles, framework and process for managing risks within our Group, for consideration and approval by our Board;
- (ii) review and approve the inclusion of revisions to the risk management principles, framework and process arising from our Board Risk Committee's or our Board's decision to ensure that they remain relevant for use;
- (iii) review and recommend the annual risk profile which specifies key risks for approval by our Board;
- (iv) review, monitor and assess the effectiveness of risk treatment/mitigation action plan(s) for the management and control of risks;
- (v) review new project/investment and ensure the appropriate and relevant risks have been adequately addressed before submission to our Board for approval on any proposed new project/investment launch;
- (vi) review, if necessary, together with other committees, management, internal auditors, external auditors and other parties any significant risks that could affect us and assess the steps that the management has taken to manage such risks;
- (vii) review our quarterly risk management report on adequacy and effectiveness of risk management; and
- (viii) benchmark our risk management practices against internationally recognised standards.

### 5.2.8 Board Nomination and Remuneration Committee

Our Board Nomination and Remuneration Committee comprises the following members:

<u>Name</u>	<u>Designation</u>	<u>Directorship</u>
Ong Li Lee	Chairman	Independent Non-Executive Director
Shamsul Anuar Bin Abdul Majid	Member	Non-Independent Non-Executive Director
Mohd Fazillah Bin Kamaruddin	Member	Independent Non-Executive Director

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

The main functions of our Board Nomination and Remuneration Committee are as follows:

- (i) determine the criteria for Board membership, including qualities, experience, skills, education and other factors that will best qualify a nominee to serve on our Board;
- (ii) review annually and recommend to our Board the structure, size, balance and composition of the Board and Committees, including the required mix of skills and experience, core competencies which Non-Executive Directors should bring to our Board and other qualities to function effectively and efficiently;
- (iii) consider, evaluate and propose to our Board any new Board appointments, whether Executive or Non-Executive position;
- (iv) propose to our Board the responsibilities of Non-Executive Directors, including membership and Chairmanship of Board Committees;
- (v) evaluate and recommend to our Board the appointment of senior executive positions, including that of our Managing Director and the Key Senior Management, their duties and the continuation (or not) of their service;
- (vi) establish and implement processes for assessing the effectiveness of our Board as a whole, the Committees of our Board and for assessing the contribution of each Director;
- (vii) evaluate on an annual basis, the effectiveness of each Director's ability to contribute to the effectiveness of our Board and the relevant Board Committees, in addition to providing the necessary feedback to our Directors in respect of their performance, the effectiveness of the Committees of our Board and the effectiveness of our Board as a whole;
- (viii) recommend to our Board whether Directors who are retiring by rotation should be put forward for re-election and termination of membership of individual Directors in accordance with policy; and
- (ix) establish appropriate succession plans at Board level, and if appropriate, at senior management level.

### 5.2.9 Board Sustainability Committee

Our Board Sustainability Committee comprises the following members:

Name	Designation	Directorship
Fawzi Bin Ahmad	Chairman	Independent Non-Executive Director
Norita Binti Ja'afar	Member	Independent Non-Executive Director
Dato' Sr. Hisham Bin Jafrey	Member	Non-Independent Non-Executive Director

The main functions of our Board Sustainability Committee are as follows:

- (i) assist our Board in overseeing key sustainability issues, risks, and opportunities and steer sustainability strategies into a competitive advantage for all existing and potential businesses of our sustainability;
- (ii) endorse the development and implementation of sustainability strategies including the sustainability report before its publication;
- (iii) observe sustainability development trends;

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

- (iv) review the impact of our business on the environment, and society, including its employees, third parties, and communities and on our reputation, and respond actively to emerging sustainability issues;
- (v) monitor overall management of stakeholder engagement and its outcomes, including ensuring mechanisms for sustainability-related feedback are in place;
- (vi) ensure that our strategic plan supports long-term value creation and includes strategies on economic, environmental, and social considerations underpinning sustainability, human rights as well as climate-related risks and opportunities;
- (vii) review issues relating to sustainability arising from feedback, independent audits, and assurance reports as well as any matters highlighted by the external consultant;
- (viii) evaluate investment decisions based on sustainability criteria and policies; and
- (ix) review employee awareness programmes in understanding our approach to sustainability and support our actions on sustainability.

### 5.2.10 Board Tender Committee

Our Board Tender Committee comprises the following members:

Name	Designation	Directorship
Shamsul Anuar Bin Abdul Majid	Chairman	Non-Independent Non-Executive Director
Norita Binti Ja'afar	Member	Independent Non-Executive Director
Mohd Fazillah Bin Kamaruddin	Member	Independent Non-Executive Director

The main functions of our Board Tender Committee are as follows:

- (i) review our procurement policy, including its framework to adopt the best and transparent practices in procurement and any changes to the framework and development of new policies, for subsequent Board approval;
- (ii) review the efficiency and effectiveness of our centralised procurement initiatives;
- (iii) review and endorse any procurement not covered in, or vary from, the procurement policy or vary from any standard contract term for subsequent to our Board's approval;
- (iv) review and approve the list of tenders to be invited for selective tender and direct negotiation procurement methods for procurements under the procurement policy within limits set out therein;
- (v) review and approve tender awards under the procurement policy for capital expenditures and operating expenses within limits set out in the limits of authority, including consumable goods, services and non-commodity inventory that are not governed by any specific procurement policies;
- (vi) review and approve any variation order for awarded contracts and the limit of such variation order as set out in the limit of authority and procurement policy;
- (vii) review, recommend and/or approve the termination of procurements under the procurement policy within limits set out in the procurement policy; and
- (viii) review status reports on procurement efficiency and effectiveness including completion and delivery, spending against budget annually.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

### 5.3 KEY SENIOR MANAGEMENT

#### 5.3.1 Profiles of our Key Senior Management

**Aziah Binti Ahmad**  
*Chief Financial Officer*

Aziah Binti Ahmad, a Malaysian aged 57, is our Chief Financial Officer. She graduated with a Bachelor of Commerce (In Accountancy) from the University of Wollongong, Australia in 1989. She was admitted as a member of CPA Australia in 1990 and advanced to a fellow member in 2023. She has been a member of the Malaysian Institute of Accountants since 1995.

Aziah began her career with Coopers & Lybrand (now known as PricewaterhouseCoopers PLT) as the Audit Assistant in 1989, where she was involved in performing financial audits of various companies. She was then promoted to the position of the Manager in 1998, providing assurance services, including financial audits, to a portfolio of assurance clients. She left PricewaterhouseCoopers PLT in 2006 and joined Pelangi Berhad as the Senior Manager, Finance and Accounts, where she was responsible for the strategic planning of the financial aspect of the company.

Aziah was transferred from Pelangi Berhad (which was subsequently converted to a private company) to PNB Property Holdings Sdn Berhad (now known as PNB Commercial Sdn Berhad) in 2009 as the Deputy General Manager, where she was responsible for overseeing the southern region operations, including managing the commercial assets belonging to the company. During her tenure with PNB Commercial Sdn Berhad, she was appointed as the Acting Chief Financial Officer for the period between December 2011 and August 2012 to oversee the company's financial activities. Following the conclusion of her term as the Acting Chief Financial Officer, she resumed her previous role as the Deputy General Manager and continued with the same responsibilities as she had previously.

Aziah left PNB Commercial Sdn Berhad in 2014 and joined Kumpulan Perbadanan Johor Sdn Bhd (now known as N2W Corporation Sdn Bhd), a subsidiary of JCorp, in April 2014 as the General Manager, where she was immediately seconded to Damansara Assets Sdn Bhd, another subsidiary of JCorp, as Chief Financial Officer, to oversee the operations of the Finance, Corporate Finance and Contracts Department. She was subsequently transferred from Damansara Assets Sdn Bhd to JCorp in 2016 as the General Manager, where she was assigned to head the Group Accounts Department of JCorp. In January 2020, she was appointed as the Vice President cum Chief Financial Officer of JCorp. Her responsibilities included among others, overseeing the financial activities of JCorp and its group of companies.

Aziah was then transferred to Kulim in April 2020 as the Chief Financial Officer, where she was primarily responsible for overseeing and managing the overall financial aspect of Kulim and its group of companies.

In 2022, Aziah was transferred to our Company as the Chief Financial Officer, a position she continues to hold today, where she is primarily responsible for overseeing and managing the overall financial aspect of our Group.

Aziah is the Non-Independent Non-Executive Director of E.A. Technique (M) Berhad (listed on the Main Market of Bursa Securities) since 2017. As at the LPD, she is also a director of several private limited companies as disclosed in Section 5.3.3 of this Prospectus.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

### **Mohamad Yami Bin Bakar**

*Head of Plantation*

Mohamad Yami Bin Bakar, a Malaysian aged 55, is our Head of Plantation. He graduated with a Diploma in Planting Industry Management from Universiti Teknologi Mara in 1990. Mohamad Yami is a member of The Incorporated Society of Planters since 1991.

Mohamad Yami began his career with Eastern Plantation Agency (Johore) Sdn Bhd (now known as EPA Management), a subsidiary of Kulim, as the Trainee Cadet at Tebrau Estate, Johor in 1990, where he was involved in field cultivation, harvesting and FFB delivery. In 1991, Mohamad Yami was appointed as the Cadet at the Selai Estate and was responsible for maintenance and upkeep work for a specific division of the estate. In 1992, he was promoted to the Assistant Manager at the UMAC Estate, where he was responsible for assisting in the management of the day-to-day operation of the estate, including managing community affairs and labour welfares. Mohamad Yami undertook similar role and responsibilities when he was transferred to the Bukit Kelompok Estate in 1994.

In 1996, he was seconded to Damansara Forest Products (PNG) Pte Ltd ("**DFP**"), another subsidiary of Kulim, as the Assistant Project Manager, where his responsibilities included, strategically planning, organising and monitoring day-to-day operation of estates owned by DFP. During his tenure with DFP, he was involved in setting up an oil palm nursery for the development of an oil palm estate in Papua New Guinea owned by DFP.

In 1997, Mohamad Yami was transferred back to Malaysia and served as the Assistant Manager at Ulu Tiram Estate, where he was responsible for cultivating and managing oil palm and coffee plantation. In 1998, he held the same position at Nam Heng Estate (now known as the Basir Ismail Estate) and was responsible for managing a specific division of the estate and a country club.

In 2001, Mohamad Yami was appointed as the Assistant-In-Charge in the Sepang Loi Estate, where he was responsible for replanting and managing the oil palm nursery. He was subsequently promoted to the position of the Manager in 2004, where he managed the operation of several estates owned by Kulim and its group of companies such as, among others, the Ulu Tiram Estate, Basir Ismail Estate and Bukit Layang Estate until 2010.

In 2011, Mohamad Yami was promoted to the Senior Manager and undertook the role as the Acting Regional Controller, where he was tasked to manage the operational activities of 4 estates and a POM within a complex. He was subsequently promoted to the Regional Controller in 2012, where he took up a supervisory role. In 2013, Mohamad Yami was promoted to the Deputy General Manager, where he oversaw the operations of 5 estates and a POM located within another complex. Between 2014 and 2016, he was seconded to PT Wahana Semesta Kharisma in Indonesia, then a subsidiary of Kulim, and was involved in the development of an oil palm plantation in Indonesia.

He returned to Malaysia and was re-designated as the Head of Kulim Pineapple Farm in July 2017, where he was responsible for coordinating, monitoring and ensuring smooth operation of a pineapple farm owned by the Kulim group. He also oversaw the expansion of pineapple planting at Tanah Abang, Mersing, Johor.

In 2021, Mohamad Yami assumed the role as the Head of Plantation Division in Kulim and he was responsible for managing the operations of all oil palm plantations under the Kulim group before his promotion to the Senior General Manager, Plantation Division in June 2022, to oversee the Kulim group's entire plantation sector.

In November 2022, Mohamad Yami was transferred from Kulim to our Company as the Senior General Manager, assuming the role as the Head of Plantation, a position he continues to hold today, where he is primarily responsible for overseeing the operations of all our estates and POMs. His responsibilities include, among others, budgeting, planning, implementing transformation programs and reviewing all aspects of the operations of our estates and POMs to ensure that we adhere to the standard operating procedures.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

As at the LPD, he does not hold any Present Directorships and he is not involved in other business outside our Group. Further information on the Past Directorships of Mohamad Yami is as disclosed in Section 5.3.3 of this Prospectus.

### **Amran Bin Zakaria**

*Head of Group Human Capital*

Amran Bin Zakaria, a Malaysian aged 55, is our Head of Group Human Capital. He graduated with a Bachelor of Science in Horticulture from Universiti Pertanian Malaysia (now known as Universiti Putra Malaysia) in 1991 and obtained a Diploma in Training from the Auckland College of Education, New Zealand in 1997 and thereafter a Diploma in Industrial Relations from the Malaysian Employers Federation (in collaboration with the International Labour Organisation) in 2002. He is a member of the Malaysian Society for Training and Development since 1996.

Amran began his career with the Prime Minister Department as the Training Executive in 1991 where he was involved in rolling out a nationwide initiative known as the 'Kursus Bina Negara' to cascade down the 2020 Vision to all Malaysians. Amran left the Prime Minister Department and joined DENSO (Malaysia) Sdn Bhd as the Training Executive in 1995, where he was involved in maintaining industrial relations of the company, including dealing with national unions, and setting up a new electronics division in the company which focuses on supplying electrical components. In 1998, he was promoted to Senior Executive with additional responsibilities of handling industrial relation matters and coordinating training programmes organised by the company for internal and external parties.

In 2002, Amran joined NEC Semiconductors (Malaysia) Sdn Bhd as the Assistant Manager, where he was responsible for managing human resource matters at domestic level before his promotion to the position of Manager in 2003, which extended his responsibility to managing human resource matters at regional level. He was promoted to the Assistant Senior Manager in 2006, where he continued with similar responsibilities.

Amran left NEC Semiconductors (Malaysia) Sdn Bhd and joined Nestle Manufacturing (Malaysia) Sdn Bhd ("**Nestle**") as the Human Resource Manager in 2007, where he was responsible for managing human resource affairs involving the production team at Nestle's plants in Selangor, Malaysia.

In 2010, he left Nestle and joined New Straits Time Press (Malaysia) Berhad as the Senior Manager, Human Capital, where he handled general human resource matters and played a vital role in the company's transformation initiative aimed at improving profitability, reducing wastage and ensuring timely newspaper production.

Amran left New Straits Time Press (Malaysia) Berhad in 2011 and joined Lembaga Zakat Selangor of the Selangor State Government as the General Manager in 2012, where he was responsible for setting up the Human Resource Division, introducing policies and implementing best practices in the human capital management of the organisation.

Amran then left Lembaga Zakat Selangor in 2015 and joined Teluk Nibong Ventures Sdn Bhd, a subsidiary of Khazanah Nasional Berhad, in March 2016 as the Senior Consultant of Advisory, where he was responsible for managing the career transition program, providing career counselling and human resources consultancy to members of the Corporate Development Centre ("**CDC**") Malaysia. In June 2016, he was appointed as the Head of Market Engagement, where he was responsible for, among others, establishing engagement with industry players to source for relevant jobs for CDC members and performing data analytics to strategise, plan, coordinate and execute job sourcing and placement activities and events.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

In 2017, Amran left Teluk Nibong Ventures Sdn Bhd and joined Kulim as General Manager, undertaking the role as the Head of Human Resource Division, where he was in charge of handling all human resource matters. In January 2020, he was seconded to JCorp as the Head of Group Human Resource, where he was responsible for rationalising the workforce structure of JCorp and its group of companies. He was transferred back to Kulim in September 2020 and was promoted to the position of the Senior General Manager in 2021, where he served as the Head of Corporate Services Division and Head of Human Resource Division, overseeing human resources, legal, and company secretarial matters of Kulim and its group of companies. Subsequently, Amran discontinued his role as the Head of Corporate Services Division to focus on human resources matters of Kulim and its group of companies.

In 2023, he was transferred to our Company and was appointed as the Head of Group Human Capital, a position he continues to hold today, and is primarily responsible for human capital management, general administration and property management of our Group.

As at the LPD, he does not hold any Present Directorships and he is not involved in other business outside our Group. Further information on the Past Directorships of Amran is as disclosed in Section 5.3.3 of this Prospectus.

### **Wan Adlin Bin Wan Mahmood**

*Head of Sustainability and Innovation*

Wan Adlin Bin Wan Mahmood, a Malaysian aged 48, is our Head of Sustainability and Innovation. He graduated with a Bachelor of Engineering in Chemical Engineering from Vanderbilt University, the United States in 1997. In 2001, he obtained a Diploma in Palm Oil Milling and Technology from MPOB and in 2005, he obtained the First Grade Steam Engineer Certification from the Department of Safety and Health, Putrajaya. In 2018, Wan Adlin graduated with a Master of Business Administration in Manufacturing and Production Management from Wawasan Open University, Malaysia.

Wan Adlin began his career at Dynamic Management Sdn Bhd, a subsidiary of IOI Corporation Berhad, as the Cadet Engineer at Gomali POM in 1997. He rose through the ranks and was promoted as Mill Manager in 2004, where he was primarily responsible for managing the operations of various POMs owned by IOI Corporation Berhad and its group of companies. In the same year, he left Dynamic Management Sdn Bhd and joined EPA Management, a subsidiary of Kulim, as the Mill Manager in 2005, where he was tasked to manage the operation of various palm oil mills owned by the Kulim group of companies.

Wan Adlin left EPA Management and joined CTP Holdings Pte Ltd in 2009, as Mill Manager, where he was assigned to manage the Milne Bay Mill in Papua New Guinea. In 2010, he left CTP Holdings Pte Ltd and joined Keresu Mill Sdn Bhd in Bintulu, Sarawak as the Mill Manager and was responsible for trading, marketing and ensuring sustainability of palm oil.

In 2012, Wan Adlin left Keresu Mill Sdn Bhd and re-joined Kulim and its group of companies as the Senior Manager, where he was responsible for, among others, managing and monitoring the day-to-day operations of the Sedenak POM. In 2017, he took on the role as the Head of Engineering Department, overseeing the operations of all POMs owned by the Kulim group of companies. In 2019, he was appointed as the Deputy General Manager, assuming the role as the Head of the Engineering and Project Division. He was primarily responsible for overseeing project management, which included, among others, supervising the preparation of tenders and evaluation of potential contractors.

Wan Adlin was subsequently promoted to the position of the General Manager, assuming the role as the Head of Sustainability and Innovation in June 2022. In this role, in addition to his existing responsibility of overseeing project management, he also took on the responsibility of supervising sustainability systems introduced to address ESG factors and assessments conducted to evaluate new innovation initiatives.

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

In December 2022, Wan Adlin was transferred to our Company as the General Manager, assuming the role as the Head of Sustainability and Innovation, a position he continues to hold today, undertaking similar responsibilities he had in Kulim prior to his transfer to our Group.

As at the LPD, he does not hold any Present Directorships and is not involved in other business outside our Group. Further information on the Past Directorships of Wan Adlin is as disclosed in Section 5.3.3 of this Prospectus.

### 5.3.2 Shareholdings of our Key Senior Management

Before our IPO, our Key Senior Management do not have any shareholding in our Company. The shareholdings of our Key Senior Management after our IPO (assuming full subscription of our IPO Shares reserved for our Key Senior Management under the Pink Form Allocations), are as follows:

Name	Before our IPO / After the Capitalisation and Share Split				After our IPO			
	Direct		Indirect		Direct		Indirect	
	No. of Shares ( <sup>'000</sup> )	%	No. of Shares ( <sup>'000</sup> )	%	No. of Shares ( <sup>'000</sup> )	( <sup>1</sup> )%	No. of Shares ( <sup>'000</sup> )	( <sup>1</sup> )%
Aziah Binti Ahmad	-	-	-	-	204	*	-	-
Mohamad Yami Bin Bakar	-	-	-	-	184	*	-	-
Amran Bin Zakaria	-	-	-	-	184	*	-	-
Wan Adlin Bin Wan Mahmood	-	-	-	-	140	*	-	-

#### Notes:

\* Less than 0.1%.

(1) Based on our enlarged total number of 2,500,000,000 Shares after our IPO.

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**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)****5.3.3 Directorships and principal business activities outside our Group**

The following table sets out the Present Directorships as at the LPD and the Past Directorships of our Key Senior Management within the past 5 years up to the LPD as well as their involvement in principal business activities outside our Group for the past 5 years up to the LPD:

**(i) Aziah Binti Ahmad**

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<b><u>Present Directorships</u></b>						
<ul style="list-style-type: none"><li>E.A. Technique (M) Berhad (listed on the Main Market of Bursa Securities)</li></ul>	Ship owning and operator of marine vessels for the transportation and offshore storage of oil and gas, provider of port marine services and provision of engineering, procurement, construction, installation and commissioning of floating storage and offloading vessels	Non-Independent Non-Executive Director	2 October 2017	-	-	-
<b><u>Past Directorships</u></b>						
<ul style="list-style-type: none"><li>DASB Property Management Sdn Bhd</li></ul>	Property management	Director	1 January 2016	1 April 2020	-	-
<ul style="list-style-type: none"><li>EPA Management</li></ul>	Investment holding company (investing in shares) and plantation management and consultancy services. As at the LPD, EPA Management holds shares in 4 companies <sup>(1)</sup>	Director	15 September 2020	15 March 2023	-	-
<ul style="list-style-type: none"><li>Epasa Shipping Agency Sdn Bhd</li></ul>	Shipping agency	Director	1 August 2021	1 January 2022	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• JCorp Capital Excellence Sdn Bhd	Investment holding company. However, it does not have any subsidiaries as at the LPD	Director	17 June 2019	31 October 2023	-	-
• JCorp Capital	Investment holding company. However, it does not have any subsidiaries as at the LPD	Director	1 October 2018	2 July 2019	-	-
• Johor Logistics Sdn Bhd	Warehousing and container yard services	Director	15 January 2019	31 October 2023	-	-
• Kajang Specialist Hospital Sdn Bhd	Operation of a specialist medical centre	Director	1 March 2017	1 June 2021	-	-
• Kulim Civilworks Sdn Bhd	Facilities maintenance	Director	18 November 2020	1 August 2021	-	-
• Kulim Energy Nusantara Sdn Bhd	Dormant. It has no future business plans as at the LPD	Director	18 November 2020	1 April 2023	-	-
• Kulim Pineapple Farm Sdn Bhd	Production of fresh pineapple and suckers	Director	1 January 2022	15 March 2023	-	-
• Kulim Smart Technologies Sdn Bhd	Information technology system and device development, adviser and consultants on all matters and problems of system planning, development, administration management, organisation and marketing (dissolved on 2 May 2023)	Director	1 August 2021	1 January 2022	-	-
• Larkin Sentral Property Berhad	Operating of a transport terminal, renting shop lots to retailers and wet market's traders	Director	1 August 2016	1 November 2020	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• Pasir Gudang Specialist Hospital Sdn Bhd	Operating as a private hospital	Director	15 January 2019	1 June 2021	-	-
• Pembangunan Mahamurni	Investment holding company (investing in shares), holding shares in UMAC, which is a dormant company	Director	1 January 2022	15 March 2023	-	-
• Phoenix Progress Sdn Bhd	A special purpose vehicle for financing purposes	Director	20 May 2019	31 October 2023	-	-
• Pristine Bay Sdn Bhd	Dormant. It has no future business plans as at the LPD	Director	15 October 2020	15 March 2023	-	-
• Pro Corporate Management Services Sdn Bhd	Transcription of documents and other secretarial services	Director	15 January 2019	31 October 2023	-	-
• PT Wisesa Inspirasi Nusantara	Investment holding company	President Director	8 February 2021	12 June 2023	-	-
• Sindora	Investment holding company (investing in shares), holding shares in E.A. Technique (M) Berhad (listed on the Main Market of Bursa Securities), a company principally involved in owning and operator of marine vessels for the transportation and offshore storage of oil and gas, provider of port marine services and provision of engineering, procurement, construction, installation and commissioning of floating storage and offloading vessels	Director	15 September 2020	15 March 2023	-	-

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• Sindora Trading Sdn Bhd	Dormant (dissolved on 9 June 2022)	Director	1 August 2021	31 October 2021	-	-
• Sindora Wood Products Sdn Bhd	Property letting (dissolved on 12 September 2022)	Director	1 August 2021	31 October 2021	-	-
• Virtualflex Sdn Bhd	Card business and salary crediting services to selected customers	Director	15 January 2019	24 February 2022	-	-

### Other business involvement outside our Group

Nil

### **Note:**

(1) Please refer to Note (2) of Section 5.2.3(ii) of this Prospectus.

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**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)****(ii) Mohamad Yami Bin Bakar**

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<u>Present Directorships</u>						
Nil						
<u>Past Directorships</u>						
• EPA Management	Investment holding company (investing in shares) and plantation management and consultancy services. As at the LPD, EPA Management holds shares in 4 companies <sup>(1)</sup>	Director	16 January 2018	1 January 2022	-	-
• JTP Trading Sdn Bhd	Trading and distribution of tropical fruits, and trading of fresh meats, vegetables, dry food ingredients, livestock, planting input and original equipment manufacturer products	Director	16 January 2018	1 January 2022	-	-
• KCW Electrical Sdn Bhd	Electrical installation (dissolved on 13 April 2022)	Director	15 January 2019	1 August 2021	-	-
• Kumpulan Bertam	Dormant. It has no future business plans as at the LPD	Director	1 March 2017	15 March 2023	-	-
• MIT Insurance Brokers Sdn Bhd	Insurance brokerage and consultancy	Director	3 July 2017	14 July 2023	-	-
• Pembangunan Mahamurni	Investment holding company (investing in shares) holding shares in UMAC (a dormant company)	Director	1 January 2022	15 March 2023	-	-

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

<b>Company</b>	<b>Principal activities</b>	<b>Position held</b>	<b>Date of appointment</b>	<b>Date of resignation</b>	<b>Equity interest held</b>	
					<b>Direct</b>	<b>Indirect</b>
• Renown Value Sdn Bhd	Cultivation of pineapples and other agriculture product, marketing of pineapple products and general trading (dissolved on 2 May 2023)	Director	1 August 2021	20 December 2022	-	-
• Selai	Dormant. It has no future business plans as at the LPD	Director	15 November 2021	15 March 2023	-	-
• SIM Manufacturing Sdn Bhd	Manufacturing of rubber products	Director	1 January 2022	15 March 2023	-	-
• Skellerup Industries (Malaysia) Sdn Bhd	Investment holding company (investing in shares), holding shares in SIM Manufacturing Sdn Bhd, a company principally involved in manufacturing of rubber products	Director	1 January 2022	15 March 2023	-	-
• UTMC	Dormant. It has no future business plans as at the LPD	Director	1 March 2017	15 March 2023	-	-

**Other business involvement outside our Group**

Nil

**Note:**

(1) Please refer to Note (2) of Section 5.2.3(ii) of this Prospectus.

**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)****(iii) Amran Bin Zakaria**

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<u>Present Directorships</u>						
Nil						
<u>Past Directorships</u>						
• Danamin (M) Sdn Bhd	Providing non-destructive testing services and performing electrical engineering works for oil and gas, marine, chemical and construction industries, and general trading and services	Director	1 January 2023	15 March 2023	-	-
• DQ-IN Sdn Bhd	Engineering and fabrication	Director	1 August 2021	15 March 2023	-	-
• Epasa Shipping Agency Sdn Bhd	Shipping agency	Director	1 August 2021	1 January 2022	-	-
• Johor Skills Development Centre Sdn Bhd	Skills development training centre	Director	22 December 2020	1 October 2021	-	-
• Kulim Civilworks Sdn Bhd	Facilities maintenance	Director	1 January 2022	15 March 2023	-	-
• Kulim Pineapple Farm Sdn Bhd	Production of fresh pineapple and suckers	Director	1 January 2022	15 March 2023	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
• Kulim Smart Technologies Sdn Bhd	Information technology system and device development, adviser and consultants on all matters and problems of system planning, development, administration management, organisation and marketing (dissolved on 2 May 2023)	Director	1 August 2021	1 January 2022	-	-
• Pembangunan Mahamurni	Investment holding company (investing in shares), holding shares in UMAC, which is a dormant company	Director	1 January 2023	15 March 2023	-	-
• Pinnacle Platform Sdn Bhd	Develop and maintain information technology application system (wound up on 3 April 2023)	Director	15 November 2021	13 November 2022	-	-
• Renown Value Sdn Bhd	Cultivation of pineapples and other agriculture products, marketing of pineapple products, and general trading (dissolved on 2 May 2023)	Director	15 June 2022	20 December 2022	-	-
• Sindora Development Sdn Bhd	Production of round wood used in an unprocessed form	Director	1 January 2022	15 March 2023	-	-
• Sindora Timber Sdn Bhd	Processing and sale of sawn timber, timber doors, laminated timber scantling, trading of wood products, and management of oil palm plantation and rubber estate	Director	1 January 2022	15 March 2023	-	-
• Sindora Trading Sdn Bhd	Dormant (dissolved on 9 June 2022)	Director	1 August 2021	31 October 2021	-	-



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

<b>Company</b>	<b>Principal activities</b>	<b>Position held</b>	<b>Date of appointment</b>	<b>Date of resignation</b>	<b>Equity interest held</b>	
					<b>Direct</b>	<b>Indirect</b>
• Sindora Wood Products Sdn Bhd	Property letting (dissolved on 12 September 2022)	Director	1 August 2021	31 October 2021	-	-
• Skellerup Industries (Malaysia) Sdn Bhd	Investment holding company (investing in shares), holding shares in SIM Manufacturing Sdn Bhd, a company principally involved in manufacturing of rubber products	Director	1 January 2022	15 March 2023	-	-
• Sovereign Multimedia Resources Sdn Bhd	Technical services and support related to software design and hardware related to software implementation and other related information and communication technology business (wound up on 3 April 2023)	Director	15 November 2021	1 January 2022	-	-
• XCOT Tech Sdn Bhd	Engineering services	Director	1 January 2022	15 March 2023	-	-

**Other business involvement outside our Group**

Nil

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**5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)****(iv) Wan Adlin Bin Wan Mahmood**

Company	Principal activities	Position held	Date of appointment	Date of resignation	Equity interest held	
					Direct	Indirect
<u>Present Directorships</u>						
Nil						
<u>Past Directorships</u>						
• Danamin (M) Sdn Bhd	Providing non-destructive testing services and performing electrical engineering works for oil and gas, marine, chemical and construction industries, and general trading and services	Director	1 February 2022	15 March 2023	-	-
• Kulim Smart Technologies Sdn Bhd	Information technology system and device development, adviser and consultants on all matters and problems of system planning, development, administration management, organisation and marketing (dissolved on 2 May 2023)	Director	1 January 2018	1 August 2021	-	-
• Kulim Smart Technologies Sdn Bhd	Information technology system and device development, adviser and consultants on all matters and problems of system planning, development, administration management, organisation and marketing (dissolved on 2 May 2023)	Director	1 January 2022	1 December 2022	-	-

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

<b>Company</b>	<b>Principal activities</b>	<b>Position held</b>	<b>Date of appointment</b>	<b>Date of resignation</b>	<b>Equity interest held</b>	
					<b>Direct</b>	<b>Indirect</b>
• Pembangunan Mahamurni	Investment holding company (investing in shares), holding shares in UMAC, which is a dormant company	Director	15 November 2021	1 January 2022	-	-
• SIM Manufacturing Sdn Bhd	Manufacturing of rubber products	Director	1 January 2022	15 March 2023	-	-
• Sindora Development Sdn Bhd	Production of round wood used in an unprocessed form	Director	1 January 2022	15 March 2023	-	-
• Sindora Timber Sdn Bhd	Processing and sale of sawn timber, trading of wood products and management of oil palm plantation and rubber estate	Director	1 January 2022	15 March 2023	-	-
• Sovereign Multimedia Resources Sdn Bhd	Technical services and support related to software design and hardware related to software implementation and other related information and communication technology business (wound up on 3 April 2023)	Director	15 January 2019	15 November 2021	-	-
• Special Appearance Sdn Bhd	Replanting of oil palm film and drama production, event management and other related services (dissolved on 15 March 2023)	Director	1 January 2022	21 September 2022	-	-

**Other business involvement outside our Group**

Nil

## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

The involvement of our Key Senior Management in the other business activities outside our Group as stated above:

- (i) does not give rise to any conflict of interest situation (including potential conflict of interest) with our business as none of these businesses engage in business activities that are similar to that of our Group (i.e. upstream oil palm plantation activities, trading and other support services and renewable energy) which are in competition with us; and
- (ii) does not preclude them from allocating or committing their time and effort to our Group as they are not involved in the management and day-to-day operations of these businesses.

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

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

Key Senior Management	Remuneration band (RM'000)	
	FYE 2022	Proposed for the FYE 2023
Aziah Binti Ahmad	950 - 1,000	950 - 1,000
Mohamad Yami Bin Abu Bakar	600 - 650	600 - 650
Amran Bin Zakaria	600 - 650	600 - 650
Wan Adlin Bin Wan Mahmood	450 - 500	450 - 500

### 5.3.5 Service contracts

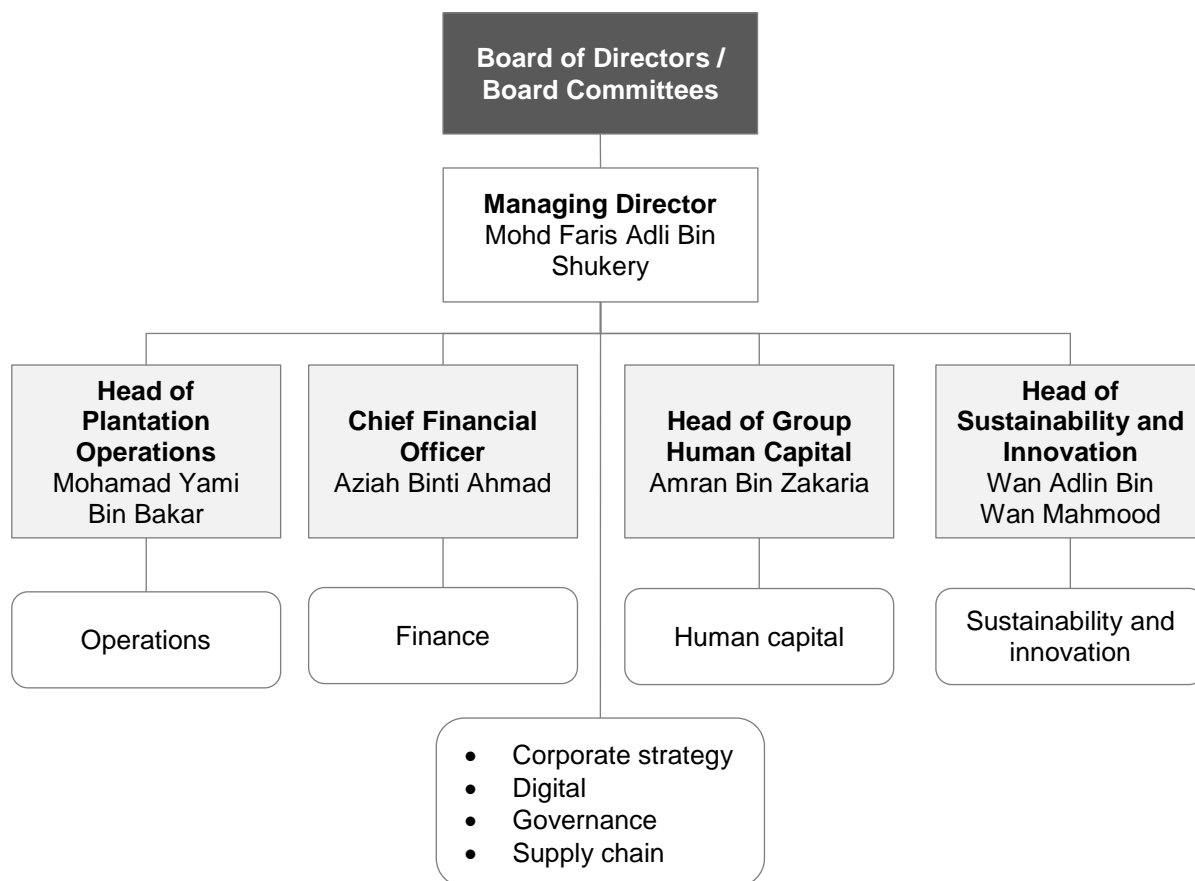
As at the LPD, there are no existing or proposed service contracts entered into or to be entered into by our Key Senior Management with our Group which provide for benefits upon termination of employment.

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## 5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (CONT'D)

### 5.4 MANAGEMENT REPORTING STRUCTURE

The management reporting structure of our Group is as follows:



### 5.5 FAMILY RELATIONSHIPS AND ASSOCIATIONS BETWEEN OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT

Save as disclosed below, there are no other family relationships or associations between any of our Promoters, Substantial Shareholders, Directors and Key Senior Management as at the LPD:

- (i) Tan Sri Dato' Sri Dr. Ismail Bin Haji Bakar, who is our Non-Independent Non-Executive Chairman, is also the Deputy Chairman of JCorp;
- (ii) Mohd Faris Adli Bin Shukery, who is our Managing Director, is also the Non-Independent Non-Executive Director of Kulim;
- (iii) Dato' Sr. Hisham Bin Jafrey, who is our Non-Independent Non-Executive Director, is also the Independent Non-Executive Director of JCorp; and
- (iv) Shamsul Anuar Bin Abdul Majid, who is our Non-Independent Non-Executive Director, is also the Chief Investment Officer of JCorp and the Non-Independent Non-Executive Director of Kulim.

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


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**5.6 DECLARATIONS BY OUR PROMOTERS, DIRECTORS AND KEY SENIOR MANAGEMENT**

As at the LPD, none of our Promoters, Directors or Key Senior Management have been involved in any of the following events, whether in or outside Malaysia:

- (i) in the last 10 years, a petition under any bankruptcy or insolvency laws was filed (and not struck out) against such person or any partnership in which such person was a partner or any corporation of which such person was a director or member of key senior management;
- (ii) disqualified from acting as a director of any corporation, or from taking part directly or indirectly in the management of any corporation;
- (iii) in the last 10 years, charged or convicted in a criminal proceeding or is a named subject of a pending criminal proceeding;
- (iv) in the last 10 years, any judgment was entered against such person, or finding of fault, misrepresentation, dishonesty, incompetence or malpractice on his part, involving a breach of any law or regulatory requirement that relates to the capital market;
- (v) in the last 10 years, the subject of any civil proceeding, involving an allegation of fraud, misrepresentation, dishonesty, incompetence or malpractice on his part that relates to the capital market;
- (vi) the subject of any order, judgment or ruling of any court, government or regulatory authority or body temporarily enjoining such person from engaging in any type of business practice or activity;
- (vii) in the last 10 years, has been reprimanded or issued any warning by any regulatory authority, securities or derivatives exchange, professional body or government agency; and
- (viii) any unsatisfied judgment against such person.