

## 5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT/ KEY TECHNICAL PERSONNEL

### 5.1 PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

#### 5.1.1 Shareholdings of our Promoters and substantial shareholders

The details of our Promoters and substantial shareholders, and their respective shareholdings in our Company before and after our IPO are as follows:

Promoters and substantial shareholders	Place of incorporation/ Nationality	Before our IPO/ After the Acquisitions				Before our IPO/ After the Share Transfer			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	<sup>(1)</sup> (%)	No. of Shares	<sup>(1)</sup> (%)	No. of Shares	<sup>(1)</sup> (%)	No. of Shares	<sup>(1)</sup> (%)
<b>Promoters and substantial shareholders</b>									
Liaw Hen Kong	Malaysian	93,904,300	25.00	-	-	7,097,500	1.89	<sup>(3)</sup> 173,613,300	46.22
Chin Lee Ling	Malaysian	93,904,000	25.00	-	-	7,097,500	1.89	<sup>(3)</sup> 173,613,300	46.22
Tan Hwong Kuen	Malaysian	93,904,000	25.00	-	-	93,904,000	25.00	-	-
Lim Young Piau	Malaysian	93,904,000	25.00	-	-	93,904,000	25.00	-	-
<b>Substantial shareholder</b>									
Scarecrow Holding	Malaysia	-	-	-	-	173,613,300	46.22	-	-
<b>Promoters and substantial shareholders</b>									
Promoters and substantial shareholders	Place of incorporation/ Nationality	After our IPO							
		Direct		Indirect					
		No. of Shares	<sup>(2)</sup> (%)	No. of Shares	<sup>(2)</sup> (%)				
<b>Promoters and substantial shareholders</b>									
Liaw Hen Kong	Malaysian	-	-	<sup>(3)</sup> 173,613,300	36.68				
Chin Lee Ling	Malaysian	-	-	<sup>(3)</sup> 173,613,300	36.68				
Tan Hwong Kuen	Malaysian	86,806,500	18.35	-	-				
Lim Young Piau	Malaysian	86,806,500	18.35	-	-				
<b>Substantial shareholder</b>									
Scarecrow Holding	Malaysia	173,613,300	36.68	-	-				

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

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**Notes:**

- (1) Based on our issued Shares of 375,616,500 Shares after the Acquisitions but before our IPO.
- (2) Based on our enlarged issued Shares of 473,179,500 Shares after our IPO.
- (3) Deemed interested by virtue of Section 8(4) of the Act, through his/her shareholding in Scarecrow Holding.

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

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

### 5.1.2 Profiles of Promoters and substantial shareholders

#### (i) Liaw Hen Kong

*Promoter, substantial shareholder and Managing Director*

Liaw Hen Kong, a Malaysian male aged 52, is our Promoter, substantial shareholder and Managing Director. He was appointed to our Board on 27 November 2023, and is primarily responsible for piloting the overall strategic direction as well as formulating the business growth and development of our Group.

He graduated with a Diploma in Business Studies from Systematic Business Training Centre (now known as SEGi University and Colleges) in 1991 and completed the London Chamber of Commerce and Industry (LCCI) course in the same year. He graduated from the professional examination of the Association of Chartered Certified Accountants (“ACCA”) in May 1998.

He began his career in January 1995 with an audit firm, Mohamed Yeng & Co as an Audit Assistant handling audit and accounting matters. He left Mohamed Yeng & Co at the end of 1996 and subsequently joined Arthur Andersen & Co, in February 1997 as a Staff Assistant handling audit and tax matters. In early 2000, he left Arthur Andersen & Co to change his career direction, as he decided to set up his own drinking water trading business with his own truck covering the East Coast of Sabah.

Lack of access to clean drinking water in Sabah has led him to invest in Life Water Industries, a company engaged in the marketing of drinking water treatment products which has been inactive and suspended business operations then, together with the other 3 Promoters in 2001. He was appointed as a director of Life Water Industries in August 2001, a position he still presently assumes.

On the social front, he is currently serving as the Chairman of the Malaysian Plastics Manufacturers Association Sabah Branch (since May 2018).

In November 2018, he received the Illustrious Order of Kinabalu (Darjah Yang Amat Mulia Kinabalu) for rendering meritorious and outstanding services to Sabah for his contribution to the community for corporate social responsibility activities in Sabah.

Besides being our Managing Director, he also presently holds directorship in all of our Subsidiaries.

He is the spouse of Chin Lee Ling, our Promoter, substantial shareholder and Executive Director and has family relationship with Chin Chun Ming (brother-in-law), our Technical Manager and Chin Lee Yung @ Rina Chin (sister-in-law), our Operations Manager.

Currently, he is also a director and shareholder of several private limited companies as disclosed in Section 5.2.3 of this Prospectus.

#### (ii) Chin Lee Ling

*Promoter, substantial shareholder and Executive Director*

Chin Lee Ling, a Malaysian female, aged 51, is our Promoter, substantial shareholder and Executive Director. She was appointed to our Board on 27 November 2023, and is primarily responsible for overseeing the human resources department, product development, branding and marketing activities, and IT department of our Group.

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

She graduated with a National Computing Centre (United Kingdom) International Diploma in Computer Studies from Informatics Institute in March 1992. She then completed the London Chamber of Commerce and Industry (LCCI) course in 1993 and the professional examination of the ACCA in 1998.

She began her career in February 1997 with Incaplas (Malaysia) Sdn Bhd at the Petaling Jaya office, a company principally involved in manufacturing of plastic products, as an Accounts Assistant and was subsequently promoted to the position of Accounts Executive in October 1997. As part of the accounting team, she was tasked with various accounting functions including preparation of monthly financial statements, monitoring daily cash-flow, and participating in quarterly physical stock counts. She left the company at the end of 1997 to return to Sabah.

Upon returning to Sabah, she took up a few part-time jobs engaging in accounting and administration functions prior to joining Yu Kien Sdn Bhd, the then manufacturer of drinking water in Sabah, as an Account Executive in mid-1998. During her tenure with the company, she was responsible for overseeing the accounting team and human resources team as well as managing the overall business operations, including procurement, production planning, supervision of production line, credit control, preparation of monthly management accounts and monitoring daily cash flow.

Lack of access to clean drinking water in Sabah has led her to invest in Life Water Industries, a company engaged in the marketing of drinking water treatment products which has been inactive and suspended business operations then, together with the other 3 Promoters in 2001. She was appointed as a director of Life Water Industries in August 2001, a position she still presently assumes.

Besides being our Executive Director, she also presently holds directorship in all of our Subsidiaries.

She is the spouse of Liaw Hen Kong, our Promoter, substantial shareholder and Managing Director, and has family relationship with Chin Chun Ming (brother), our Technical Manager and Chin Lee Yung @ Rina Chin (sister), our Operations Manager.

Currently, she is also a director and shareholder of several private limited companies as disclosed in Section 5.2.3 of this Prospectus.

### (iii) **Tan Hwong Kuen**

*Promoter, substantial shareholder and Non-Independent Non-Executive Senior Director*

Tan Hwong Kuen, a Malaysian male aged 51, is our Promoter, substantial shareholder and Non-Independent Non-Executive Senior Director. He was appointed to our Board on 27 November 2023.

He graduated with an Advanced Diploma in Computer Studies from Informatics Institute in June 1993.

In June 1994, he joined his family company, Multihope Enterprise Sdn Bhd, a company principally involved in the trading of scrap metal and used vehicle parts, as a Supervisor, overseeing the day-to-day business operations. In December 1994, he was appointed as a director of Multihope Enterprise Sdn Bhd, a position he still presently assumes.

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

He invested in Life Water Industries, a company engaged in the marketing of drinking water treatment products which has been inactive and suspended business operations then, together with the other 3 Promoters in 2001. He was appointed as a director of Life Water Industries without any executive role in August 2001, a position he still presently assumes.

He is the Secretary General of Sabah Scrap Metals Recycle Association since April 2008.

Besides being our Non-Independent Non-Executive Senior Director, he also presently holds directorship in all of our Subsidiaries.

Currently, he is also a director and shareholder of several private limited companies as disclosed in Section 5.2.3 of this Prospectus.

### (iv) Lim Young Piau

*Promoter, substantial shareholder and Non-Independent Non-Executive Senior Director*

Lim Young Piau, a Malaysian male aged 51, is our Promoter, substantial shareholder and Non-Independent Non-Executive Senior Director. He was appointed to our Board on 27 November 2023.

He attended Kian Kok Middle School from 1985 to 1990.

In January 1992, he joined his family business, Hong Seng Cold Storage, a partnership principally involved in the wholesale and retail of frozen foodstuffs where he was responsible for overseeing the overall operations of the business. As the family business grows and expands, he incorporated Hong Seng Importer & Exporter Sdn Bhd with his family members in January 2004 to assume all the businesses and assets of Hong Seng Cold Storage. He was appointed as a director of Hong Seng Importer & Exporter Sdn Bhd in January 2004, a position he still presently assumes.

He invested in Life Water Industries, a company engaged in the marketing of drinking water treatment products which has been inactive and suspended business operations then, together with the other 3 Promoters in 2001. He was appointed as a director of Life Water Industries without any executive role in July 2011, a position he still presently assumes.

Besides being our Non-Independent Non-Executive Senior Director, he also presently holds directorship in all of our Subsidiaries.

Currently, he is also a director and shareholder of several private limited companies as disclosed in Section 5.2.3 of this Prospectus.

### (v) Scarecrow Holding

*Substantial shareholder*

Scarecrow Holding was incorporated on 5 December 2023 in Malaysia under the Act as a private limited company under the name of Scarecrow Holding Sdn Bhd.

The principal activity of Scarecrow Holding is an investment holding company. As at the LPD, the issued share capital of Scarecrow Holding is RM78,000 comprising 78,000 Scarecrow Holding Shares.

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

The directors of Scarecrow Holding as at the LPD are Liaw Hen Kong and Chin Lee Ling.

The particulars of Scarecrow Holding's shareholders and their respective shareholdings as at the LPD are as follows:

Shareholders	Nationality	Direct		Indirect	
		No. of Scarecrow Holding Shares	%	No. of Scarecrow Holding Shares	%
Liaw Hen Kong	Malaysian	39,000	50.00	-	-
Chin Lee Ling	Malaysian	39,000	50.00	-	-

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

### 5.1.3 Changes in shareholdings

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

Promoters and substantial shareholders	Place of incorporation/ Nationality	As at 20 January 2023 (date of incorporation) and 31 December 2023				Before our IPO/ After the Acquisitions			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	<sup>(1)</sup> (%)	No. of Shares	<sup>(1)</sup> (%)	No. of Shares	<sup>(2)</sup> (%)	No. of Shares	<sup>(2)</sup> (%)
<b>Promoters and substantial shareholders</b>									
Liaw Hen Kong	Malaysian	300	60.00	-	-	93,904,300	25.00	-	-
Chin Lee Ling	Malaysian	-	-	-	-	93,904,000	25.00	-	-
Tan Hwong Kuen	Malaysian	-	-	-	-	93,904,000	25.00	-	-
Lim Young Piau	Malaysian	-	-	-	-	93,904,000	25.00	-	-
Lim Chin Wah	Malaysian	100	20.00	-	-	<sup>(5)</sup> 100	*	-	-
Pang Tet Tsung	Malaysian	100	20.00	-	-	<sup>(5)</sup> 100	*	-	-
<b>Substantial shareholder</b>									
Scarecrow Holding	Malaysia	-	-	-	-	-	-	-	-

Promoters and substantial shareholders	Place of incorporation/ Nationality	Before our IPO/ After the Share Transfer				After our IPO			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	<sup>(2)</sup> (%)	No. of Shares	<sup>(2)</sup> (%)	No. of Shares	<sup>(3)</sup> (%)	No. of Shares	<sup>(3)</sup> (%)
<b>Promoters and substantial shareholders</b>									
Liaw Hen Kong	Malaysian	7,097,500	1.89	<sup>(4)</sup> 173,613,300	46.22	-	-	<sup>(4)</sup> 173,613,300	36.68
Chin Lee Ling	Malaysian	7,097,500	1.89	<sup>(4)</sup> 173,613,300	46.22	-	-	<sup>(4)</sup> 173,613,300	36.68
Tan Hwong Kuen	Malaysian	93,904,000	25.00	-	-	86,806,500	18.35	-	-
Lim Young Piau	Malaysian	93,904,000	25.00	-	-	86,806,500	18.35	-	-
Lim Chin Wah	Malaysian	<sup>(5)</sup> 100	*	-	-	<sup>(5)</sup> 100	*	-	-
Pang Tet Tsung	Malaysian	<sup>(5)</sup> 100	*	-	-	<sup>(5)</sup> 100	*	-	-
<b>Substantial shareholder</b>									
Scarecrow Holding	Malaysia	173,613,300	46.22	-	-	173,613,300	36.68	-	-

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

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**Notes:**

- (1) Based on our issued Shares of 500 Shares as at 20 January 2023, being the date of incorporation of our Company, and as at 31 December 2023.
- (2) Based on our issued Shares of 375,616,500 Shares after the Acquisitions but before our IPO.
- (3) Based on our enlarged issued Shares of 473,179,500 Shares after our IPO.
- (4) Deemed interested by virtue of Section 8(4) of the Act, through his/her shareholding in Scarecrow Holding.
- (5) Lim Chin Wah and Pang Tet Tsung are the subscriber shareholders of our Company and they continue to hold their shares as investment. However, they are no longer classified as our substantial shareholders after the Acquisitions.
- \* Negligible

**5.1.4 Promoters and/or substantial shareholders' remuneration and benefits in-kind**

Save for the dividends declared and/or paid to our Promoters and/or substantial shareholders as set out in Section 12.4 of this Prospectus, and the aggregate remuneration and benefits in-kind paid or to be paid to our Promoters and/or substantial shareholders as set out in Section 5.2.4 of this Prospectus, there are no other amounts or benefits that have been paid or intended to be paid or given to our Promoters and substantial shareholders within the 2 years preceding the date of this Prospectus.

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

### 5.2 BOARD OF DIRECTORS

#### 5.2.1 Shareholdings of our Directors

The direct and indirect shareholdings of our Directors in our Company before and after our IPO are as follows:

Name	Nationality	Before our IPO				After our IPO and the Share Transfer <sup>(1)</sup>			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	<sup>(2)</sup> %	No. of Shares	<sup>(2)</sup> %	No. of Shares	<sup>(3)</sup> %	No. of Shares	<sup>(3)</sup> %
Datuk Petrus Gimbad	Malaysian	-	-	-	-	200,000	0.04	-	-
Liaw Hen Kong	Malaysian	93,904,300	25.00	-	-	-	-	<sup>(4)</sup> 173,613,300	36.68
Chin Lee Ling	Malaysian	93,904,000	25.00	-	-	-	-	<sup>(4)</sup> 173,613,300	36.68
Tan Hwong Kuen	Malaysian	93,904,000	25.00	-	-	86,806,500	18.35	-	-
Lim Young Piau	Malaysian	93,904,000	25.00	-	-	86,806,500	18.35	-	-
Ang Seng Wong	Malaysian	-	-	-	-	200,000	0.04	-	-
Tan Mui Ping	Malaysian	-	-	-	-	200,000	0.04	-	-
Selma Enolil Binti Mustapha Khalil	Malaysian	-	-	-	-	100,000	0.02	-	-

**Notes:**

- (1) Assuming our Directors will fully subscribe for their respective allocation under the Pink Form Allocation.
- (2) Based on our issued Shares of 375,616,500 Shares after the Acquisitions but before our IPO.
- (3) Based on our enlarged issued Shares of 473,179,500 Shares after our IPO and the Share Transfer.
- (4) Deemed interested by virtue of Section 8(4) of the Act, through his/her shareholding in Scarecrow Holding.

Save for Liaw Hen Kong and Chin Lee Ling who are shareholders of Scarecrow Holding, none of our Directors represents any corporate shareholder on our Board. Further, save for Liaw Hen Kong and Chin Lee Ling, there are no family relationships between our Directors.

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

### 5.2.2 Profiles of Directors

Save for the profiles of Liaw Hen Kong, Chin Lee Ling, Tan Hwong Kuen and Lim Young Piau as set out in Section 5.1.2 of this Prospectus, the profiles of our other Directors are as follows:

#### (i) **Datuk Petrus Gimbad**

*Independent Non-Executive Chairman*

Datuk Petrus Gimbad, a Malaysian male aged 67, is our Independent Non-Executive Chairman. He was appointed to our Board on 27 November 2023.

He is a Chartered Accountant and was admitted as a Member of the Association of Chartered Certified Accountants (“**ACCA**”) in April 1987. He is also a member of Malaysian Institute of Accountants since January 1988. In April 1992, he became a Fellow Member of ACCA. He obtained a Master of Business Administration from The University of Bath, United Kingdom in November 1992 and a Master of Advanced Business Practice from University of South Australia in September 2005. He later obtained a Postgraduate Diploma in Systems Thinking in Practice from The Open University in Milton Keynes, United Kingdom in December 2016. He has also obtained certificates in Managing for Sustainability in October 2016, Institutional Development in April 2017 and Conflict and Development in October 2017, all from The Open University in Milton Keynes, United Kingdom.

In July 1981, he began his career as a Production Sharing Contract Auditor in Petroliaam Nasional Berhad (“**PETRONAS**”) and was seconded to Malaysia LNG Sdn Bhd in October 1982 as a Financial Accountant where he was mainly responsible for general accounting matters. He returned to PETRONAS as Group Budget Accountant in end-1986 until December 1987.

In January 1988, he then embarked on his professional career with Ernst & Whinney (now known as Ernst & Young) (“**EY**”) as an Audit Senior. He was admitted to partnership in January 1997. In November 2007, he was posted to EY Vietnam office to lead the advisory practice which covers the Indochina area of Vietnam, Laos and Cambodia. He retired from his position as the Partner of EY in June 2009 after over 20 years with the firm. Throughout his tenure in EY, he was involved in external audit assignments as well as consultancy and advisory practice where he was mainly involved in corporate finance matters including privatisation, corporate listing, corporate restructuring and strategy development.

After retirement from EY, with his vast experience, he was appointed as a member of Energy Commission Malaysia from September 2014 to August 2018.

He presently sits on the board of directors of Inland Revenue Board of Malaysia (since September 2022), CPS Tower Sdn Bhd (since November 2007), Good Shepherd Services (since April 2021), and Sabah Electricity Sdn Bhd (since July 2023).

Please see Section 5.2.3 of this Prospectus for further details of his involvement in other principal directorships and principal business activities outside our Group as at the LPD and his principal directorships outside our Group in the past 5 years preceding the LPD.

#### (ii) **Ang Seng Wong**

*Independent Non-Executive Director*

Ang Seng Wong, a Malaysian male aged 61, is our Independent Non-Executive Director. He was appointed to our Board on 27 November 2023.

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

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He graduated with a Bachelor of Business (Banking and Finance) and a Bachelor of Arts in May 1988 from the Chisholm Institute of Technology, Australia (currently known as Monash University). He graduated with a Master of Business Administration from Cardiff Metropolitan University, Wales in September 2016. He is a member of the Malaysian Institute of Accountants since May 1998. He is a member of the Institute of Corporate Directors Malaysia since October 2022 and subsequently became a fellow of the Institute of Corporate Directors Malaysia since November 2022.

He began his career in January 1986 with Freeman McMurrick Pty. Ltd. in Australia as an Accountant where he was responsible for assisting in the preparation of management accounts, liaising with underwriters and assisting in the preparation of the company's accounts. He left the company in November 1989.

He then returned to Malaysia and joined Apex Securities Sdn Bhd (currently known as JF Apex Securities Berhad) from December 1989 to March 1990 where he was involved in conducting research on the stock market, analysing stocks and recommending stocks in a monthly newsletter.

He then joined MBf Finance Berhad (currently known as AmBank (M) Berhad), a company listed on the Main Market of Bursa Securities, in December 1990 until June 1991 as an Assistant Manager where he was responsible for accounting matters such as accounts reconciliation and reporting.

Between his time with JF Apex Securities Berhad and MBf Finance Berhad, he worked as a freelancer involved in performing feasibility studies, writing marketing reports and business proposals in the plastics industry.

In June 1991, he joined TH-Exima Electronics (M) Sdn Bhd as a Finance Director where he was responsible for finance and accounts reporting. He left the company in October 1992.

He was then appointed as an Executive Representative of the CIDC (Malaysia) Sdn Bhd (a subsidiary company of China Investment Development Company, Taiwan) from January 1993 to July 1994. He was involved in sourcing and recommending investment opportunities to the company.

He subsequently joined NCK Corporation Berhad (a public listed company which was listed on the Main Market of Bursa Securities before transferring of its listing status to APB Resources Berhad on 6 May 2004) as a Corporate Affairs Manager in July 1994 where he was responsible in reporting, assisting and taking instructions from the group's managing director of the company to manage the businesses of its subsidiary companies which includes, inter alia, tasks involving monthly accounts analysis, subsidiary companies' management meetings, business liaison with suppliers, contractors, customers and bankers. During his time with the company, he was appointed to the board of directors of several of the company's subsidiary companies. He left the company in December 1998.

In February 1999, he joined Pacific Asian Exporters Inc as a Regional Representative on a part-time basis where he was involved in establishing a supply chain to produce and export plastic products to the USA. He left his position in June 2007.

In March 2003, he began to conduct training sessions and lectures on subjects such as soft skills, supervisory skills, management skills and corporate governance on a part time basis. He was affiliated with several training companies such as Nobel Konsult Sdn Bhd and EMC Management Centre Sdn Bhd. He is still currently involved in conducting training sessions on various subjects.

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

He was appointed as a General Manager of Astral Supreme Berhad (currently known as Vizione Holdings Berhad, a public company listed on the Main Market of Bursa Securities) from October 2003 where he was in charge of overseeing the manufacturing, marketing and distribution of electrical and electronic products. He was then appointed as an Executive Director of the company in April 2005. He resigned from his position as an Executive Director in August 2005.

He presently sits on the board of directors of EG Industries Berhad and CPE Technology Berhad, which are all companies listed on the Main Market of Bursa Securities:

- (a) for EG Industries Berhad, he was appointed as an Independent Non-Executive Director in January 2009 and redesignated as Non-Independent Non-Executive Director in May 2023; and
- (b) for CPE Technology Berhad, he was appointed as an Independent Non-Executive Director in April 2022 and redesignated as Independent Non-Executive Chairman in June 2022.

Please see Section 5.2.3 of this Prospectus for further details of his involvement in other principal directorships and principal business activities outside our Group as at the LPD and his principal directorships outside our Group in the past 5 years preceding the LPD.

### (iii) Tan Mui Ping

*Independent Non-Executive Director*

Tan Mui Ping, a Malaysian female aged 47, is our Independent Non-Executive Director. She was appointed to our Board on 27 November 2023.

She obtained a certification for the ACCA in February 1999. She became a Member of ACCA in April 2001 and was subsequently made a Fellow Member of ACCA in April 2006. She is also a member of the Malaysian Institute of Accountants since December 2001, a registered company secretary with the SSM since February 2020 as well as a member of the Institute of Corporate Directors Malaysia since January 2022.

She has over 20 years of experience in senior finance roles which cover the areas of corporate finance, investment analysis, business development partnering and investment feasibility study, and group finance matters, treasury and tax planning.

She began her career in Shamsir Jasani Grant Thornton (now known as Grant Thornton Malaysia PLT) in April 1998 and left the firm in May 2001 as an Audit Senior. From May 2001 to October 2001, she took a break for personal reason.

In October 2001, she joined Wah Seong Corporation Berhad (currently known as Wasco Berhad), a company listed on the Main Market of Bursa Securities, as an Accountant where, she was responsible for the group reporting and corporate finance functions. She was also involved in the listing exercise of Wah Seong Corporation Berhad.

In June 2003, she left Wah Seong Corporation Berhad and joined Edaran Otomobil Nasional Berhad as a Manager - Group Finance in the same month where she was responsible for the group finance matters, corporate finance and tax planning as well as involved in its business transformation program.

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

In June 2007, she left Edaran Otomobil Nasional Berhad and joined Advance Synergy Berhad (“**ASB**”), a company listed on the Main Market of Bursa Securities, as Finance Manager (function as Head of Finance) in the same month. During her tenure with ASB, she was involved in various corporate exercises including, among others, capital reduction exercise and issuance of irredeemable convertible unsecured loan stocks of ASB, privatisation and delisting of Advance Synergy Capital Berhad, a subsidiary of ASB, restructuring of Advance Synergy Capital Berhad group’s business, assets and resources post privatisation as well as acquisition of new business and disposal of ASB’s hotel assets.

In October 2012, she left ASB and joined Weida (M) Bhd (“**Weida**”) as a Senior Manager of the Corporate Department in the same month. In July 2014, she was promoted to the position of General Manager in the Group Managing Director’s office and was subsequently redesignated as Financial Advisor to Group Executive Chairman in June 2023, a position she assumes to present date. She is also the director of Asaljuru Synergy Sdn Bhd, a subsidiary of Weida (since October 2022). Throughout her tenure with Weida, she supports the Group Executive Chairman and works closely with other team members and strategic partners on Group Executive Chairman related tasks and projects. Her responsibilities include business development partnering, investment feasibility study, corporate finance, group finance matter, treasury, group tax planning and support the senior management in investors’ relations activities. She was also the acting Financial Controller of Weida’s property development division from 2013 to 2016.

She presently sits on the board of directors of Infoline Tec Group Berhad (since November 2021) and Evergreen Fibreboard Berhad (since October 2022) as an independent non-executive director. Infoline Tec Group Berhad is a company listed on the ACE Market of Bursa Securities while Evergreen Fibreboard Berhad is a company listed on the Main Market of Bursa Securities.

Please see Section 5.2.3 of this Prospectus for further details of her involvement in other principal directorships and principal business activities outside our Group as at the LPD and her principal directorships outside our Group in the past 5 years preceding the LPD.

### (iv) **Selma Enoil Binti Mustapha Khalil**

*Independent Non-Executive Director*

Selma Enoil Binti Mustapha Khalil, a Malaysian female aged 52, is our Independent Non-Executive Director. She was appointed to our Board on 27 November 2023.

She graduated from University of Wales, Aberystwyth (now known as University of Aberystwyth) with a Bachelor of Laws in July 1994. She obtained her Certificate in Legal Practice in December 1995 and was called to the Malaysian Bar as an Advocate and Solicitor in November 1996. She brings with her over 27 years of experience in the legal profession and her key area of practice currently is corporate and commercial law.

In December 1996, she started her career as an Advocate and Solicitor with Messrs Abu Talib Shahrom & Zahari. In October 1998, she left Messrs Abu Talib Shahrom & Zahari and joined TNB Repair and Maintenance Sdn Bhd (“**TNB Remaco**”) as a Legal Executive and was involved in legal advisory and contract review. TNB Remaco is a subsidiary of TNB, a company listed on the Main Market of Bursa Securities. She left TNB Remaco in June 2000 and resumed practicing law as an Advocate and Solicitor with Messrs Raslan Loong (now known as Messrs Raslan Loong, Shen & Eow) in July 2000. She left the firm in August 2003 and co-founded Messrs Enoil Loo, Advocates and Solicitors in September 2003, in which she is currently a Partner.

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

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She presently sits on the board of directors of Techbond Group Berhad (since January 2018), Selangor Dredging Berhad (since December 2018), Powerwell Holdings Berhad (since January 2019) and Unique Fire Holdings Berhad (since October 2021) as an independent non-executive director. Both Techbond Group Berhad and Selangor Dredging Berhad are companies listed on the Main Market of Bursa Securities while Powerwell Holdings Berhad and Unique Fire Holdings Berhad are companies listed on the ACE Market of Bursa Securities. She is also a director and trustee of Ericson Foundation (since January 2011), a non-profit organisation with a focus to create accessible palliative care for the underprivileged through financial and volunteer support.

Please see Section 5.2.3 of this Prospectus for further details of her involvement in other principal directorships and principal business activities outside our Group as at the LPD and her principal directorships outside our Group in the past 5 years preceding the LPD.

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

### 5.2.3 Principal business activities and directorships in other corporations outside of our Group for the past 5 years

The following table sets out the principal directorships and principal business activities of our Directors outside our Group as at the LPD and principal directorships outside our Group in the past 5 years preceding the LPD:

#### (i) Datuk Petrus Gimbad

<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ Date resigned as director</u>	<u>Involvement in business activities</u>
<b>Present directorships:</b>			
• CPS Tower Sdn Bhd	• Property investment holding	• Appointed on 12 November 2007	• Director • Shareholder holding direct interest of 2.16%
• Inland Revenue Board of Malaysia	• Acting as one of the main revenue collecting agencies of the Ministry of Finance, Malaysia	• Appointed on 1 September 2022	• Director
• Good Shepherd Services	• A not-for-profit organisation involved in uplifting the lives of underserved and vulnerable communities namely women, youth and children through socio-economic aid and empowerment programmes	• Appointed on 30 April 2021	• Director
• Sabah Electricity Sdn Bhd	• Generate electricity, transmission and distribution of electricity and sales of electricity	• Appointed on 24 July 2023	• Director
<b>Previous directorships in the past 5 years preceding the LPD:</b>			
• Yayasan Inovasi Malaysia	• Develop and promote creative skills in the fields of science and technology; nurture and support scientific innovation; conduct educational and awareness programmes	• Appointed on 19 September 2011 • Resigned on 31 December 2018	• Director
• Sabah Gold Traders Sdn Bhd	• Trading of Islamic gold dinar and silver dirham, as well as the promotion of business participation in Islamic hybrid instruments and other similar instruments as promoted by IGD Practice Sdn Bhd and/or E-Qirad Sdn Bhd from time to time (Sabah Gold Traders Sdn Bhd, IGD Practice Sdn Bhd and E-Qirad Sdn Bhd are investee companies of Sabah Development Bank Berhad and Sabah Development Berhad)	• Appointed on 10 April 2012 • Resigned on 16 July 2019	• Director

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

<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ Date resigned as director</u>	<u>Involvement in business activities</u>
• BCI Sabah International Petroleum Sdn Bhd	• Manufacturing, processing and trading of oilfield specialty chemicals and chemicals used for improved oil recovery, processing and trading of barite ore and barite powder	• Appointed on 15 April 2015 • Resigned on 5 August 2019	• Director
• Sedia Usaha Sdn Bhd	• Investment holding company, the company is also involved in acquiring properties at public auctions for resale purposes	• Appointed on 10 April 2012 • Resigned on 1 July 2019	• Director
• Sabah Development Berhad	• Investment holding and provision of financing services	• Appointed on 1 December 2015 • Resigned on 4 July 2019	• Director
• SDB Asset Management Sdn Bhd	• Providing fund management services	• Appointed on 6 August 2015 • Resigned on 1 July 2019	• Director
• Jetama Water Sdn Bhd	• Operation and maintenance of water treatment facilities owned by Jetama Sdn Bhd and State Government of Sabah	• Appointed on 3 September 2018 • Resigned on 1 July 2019	• Director
• Sterling Elite Sdn Bhd	• Property investment holding	• Appointed on 29 September 2007 • Resigned on 23 February 2023	• Director
• Sabah Development Bank Bhd	• Financing development projects	• Appointed on 10 April 2012 • Resigned on 12 September 2019	• Director
• Kwantas Corporation Berhad	• Investment holding of companies involved in operation of oil palm plantation, operation of a waste incineration plant and wholesaling & supply of diesel and lubricants	• Appointed on 24 March 2016 • Resigned on 31 December 2021	• Independent Non-Executive Director
• Meta Bright Group Berhad	• Investment holding of companies involved in hospitality, investment properties, property development, leasing and financing and energy related business	• Appointed on 17 July 2013 • Resigned on 20 June 2020	• Independent Non-Executive Director



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

### (ii) Liaw Hen Kong

<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ date resigned as director</u>	<u>Involvement in business activities</u>
<b>Present directorships:</b>			
• Life Water Properties Sdn Bhd	• Property investment	• Appointed on 20 September 2007	• Director • Shareholder holding direct interest of 25.00% and indirect interest of 25.00% through his spouse, Chin Lee Ling
• Borneo Oils & Foodstuffs Sdn Bhd	• Property investment	• Appointed on 5 March 2008	• Director • Shareholder holding direct interest of 20.00% and indirect interest of 20.00% through his spouse, Chin Lee Ling
• Star Pinnacle Sdn Bhd	• Activities of holding companies – investment in bonds and equities	• Appointed on 9 October 2017	• Director
<b>Involvement in business activities other than as a director:</b>			
• TCG Foods Sdn Bhd	• Operating restaurant		• Shareholder holding direct interest of 7.50% and indirect interest of 7.50% through his spouse, Chin Lee Ling
• Borneo Healthline Sdn Bhd	• Activities of holding companies (dormant and there is no immediate plan for the company currently)		• Shareholder holding direct interest of 22.74%

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

### (iii) Chin Lee Ling

<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ Date resigned as director</u>	<u>Involvement in business activities</u>
<b>Present directorships:</b>			
• Life Water Properties Sdn Bhd	• Property investment	• Appointed on 20 September 2007	• Director • Shareholder holding direct interest of 25.00% and indirect interest of 25.00% through her spouse, Liaw Hen Kong
• Borneo Oils & Foodstuffs Sdn Bhd	• Property investment	• Appointed on 5 March 2008	• Director • Shareholder holding direct interest of 20.00% and indirect interest of 20.00% through her spouse, Liaw Hen Kong
• Suria Timur Resources Sdn Bhd	• Provision of general insurance agency services (The company has ceased its business operation and there is no immediate plan for the company currently)	• Appointed on 29 January 2015	• Director • Shareholder holding direct interest of 60.00%
• Star Pinnacle Sdn Bhd	• Activities of holding companies – investment in bonds and equities	• Appointed on 9 October 2017	• Director
<b>Involvement in business activities other than as a director:</b>			
• TCG Foods Sdn Bhd	• Operating restaurant		• Shareholder holding direct interest of 7.50% and indirect interest of 7.50% through her spouse, Liaw Hen Kong
• Trusmadi Entomology Sdn Bhd (formerly known as Trusmadi Adventures Sdn Bhd)	• To operate and manage holiday resort and camps, cultural village and other related activities		• Shareholder holding direct interest of 34.00%

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

### (iv) Tan Hwong Kuen

<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ Date resigned as director</u>	<u>Involvement in business activities</u>
<b>Present directorships:</b>			
• Life Water Properties Sdn Bhd	• Property investment	• Appointed on 20 September 2007	• Director • Shareholder holding direct interest of 25.00%
• Standard Teamtrade Sdn Bhd	• Hire of heavy equipment	• Appointed on 23 January 2009	• Director • Shareholder holding direct interest of 30.00% and indirect interest of 70.00% through his spouse, Chong Pei Nie @ Irene Chong
• S.M. (Sabah) Sdn Bhd	• Property investment	• Appointed on 16 December 2002	• Director • Shareholder holding direct interest of 80.00% and indirect interest of 20.00% through his spouse, Chong Pei Nie @ Irene Chong
• Multihope Enterprise Sdn Bhd	• Trading of scrap metal and used vehicle parts	• Appointed on 27 December 1994	• Director • Shareholder holding direct interest of 60.00%. The remaining interests of 15.00% and 25.00% are held by Tan Hwong Gei and Tan Hwong Pyin respectively, who are the siblings of Tan Hwong Kuen
<b>Previous directorships in the past 5 years preceding the LPD:</b>			
• Realtec Engineering Sdn Bhd	• Manufacturing in fabrication precision sheet metal Engineering design and other engineering structure and work Distributor of valves and pipeline related products	• Appointed on 2 November 2012 • Resigned on 6 October 2023	• Director
• Multihope Recycle Industries Sdn Bhd	• Equipment hire	• Appointed on 22 August 2002 • Resigned on 17 September 2019	• Director

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

<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ Date resigned as director</u>	<u>Involvement in business activities</u>
<b>Involvement in business activities other than as a director:</b>			
• TCG Foods Sdn Bhd	• Operating restaurant		• Shareholder holding direct interest of 7.50%
• Multihope Realty Pte. Ltd.	• Property investment		• Shareholder holding direct interest of 30.00%
<b>(v) Lim Young Piau</b>			
<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ date resigned as director</u>	<u>Involvement in business activities</u>
<b>Present directorships:</b>			
• Life Water Properties Sdn Bhd	• Property investment	• Appointed on 20 September 2007	• Director • Shareholder holding direct interest of 25.00%
• Hong Seng Cold Storage Sdn Bhd	• Property investment	• Appointed on 27 February 1999	• Director • Shareholder holding direct interest of 50.00%
• Hong Seng Trading Sdn Bhd	• Marketing and sales agent for frozen foodstuffs	• Appointed on 9 January 2004	• Director • Shareholder holding direct interest of 50.00%
• Hong Seng Importer & Exporter Sdn Bhd	• Wholesale and retail of frozen foodstuffs	• Appointed on 9 January 2004	• Director • Shareholder holding direct interest of 33.333%. The remaining interests of 33.333% and 33.334% are held by Lim Young Peing and Lim Yun Seng respectively, who are the siblings of Lim Young Piau
• Natural Green House Sdn Bhd	• Retail of healthcare products	• Appointed on 5 February 2010	• Director • Shareholder holding direct interest of 33.33%

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

<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ date resigned as director</u>	<u>Involvement in business activities</u>
<ul style="list-style-type: none"> <li>Winner Chef Food Processing Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Supply of frozen food</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 22 July 2011</li> </ul>	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder holding direct interest of 50.00%</li> </ul>
<ul style="list-style-type: none"> <li>Yolo Fitness Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Carrying on the business of gym and fitness centres</li> <li>Carrying on the business of franchisor business</li> <li>Carrying on the business of retail sale of sports goods and equipment</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 8 September 2023</li> </ul>	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder holding direct interest of 16.00%</li> </ul>
<ul style="list-style-type: none"> <li>HS Mart Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Retail sale of meat and meat products (including poultry)</li> <li>Retail sale of fish, other seafood and products thereof</li> <li>Processing and preserving of meat and production of meat products</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 8 November 2019</li> </ul>	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder holding direct interest of 45.00%</li> </ul>
<ul style="list-style-type: none"> <li>Full Belly Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Processing and preserving of meat and production of meat products</li> <li>Retail sale of fish, other seafood and products thereof</li> <li>Retail sale of meat and meat products (including poultry)</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 22 August 2022</li> </ul>	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder holding direct interest of 45.00%</li> </ul>
<ul style="list-style-type: none"> <li>Hong Seng Cold Storage (Sandakan) Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Food service activities</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 14 December 2022</li> </ul>	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder holding direct interest of 35.00%</li> </ul>
<ul style="list-style-type: none"> <li>Hong Seng Cold Storage (Tawau) Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Wholesale of meat, poultry and eggs.</li> <li>Wholesale of other foodstuffs</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 19 January 2023</li> </ul>	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder holding direct interest of 50.00%</li> </ul>
<b>Previous directorships in the past 5 years preceding the LPD:</b>			
<ul style="list-style-type: none"> <li>GCM Health Food Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Wholesale and retail of natural and organic health food products (The company has ceased its business operation and there is no immediate plan for the company currently)</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 5 March 2013</li> <li>Resigned on 8 October 2022</li> </ul>	<ul style="list-style-type: none"> <li>Director</li> </ul>
<ul style="list-style-type: none"> <li>Green Concept Marketing Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Wholesale and retail of natural and organic health food products</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 1 June 2013</li> <li>Resigned on 8 October 2022</li> </ul>	<ul style="list-style-type: none"> <li>Director</li> </ul>

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

### (vi) Ang Seng Wong

<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ date resigned as director</u>	<u>Involvement in business activities</u>
<b>Present directorships:</b>			
• Hocatsu (M) Sdn Bhd	• Trading and retailing of crockery, kitchen utensil and equipment, stewarding and housekeeping material	• Appointed on 1 June 2005	• Non-Executive Director • Shareholder holding direct interest of 14.29% <sup>(1)</sup>
• EG Industries Berhad	• Provision of management service and investment holding of companies involved in among others, provision of electronic manufacturing services for computer peripherals, consumer electronic/electrical products and automotive industrial products as well as production of high filtration face masks	• Appointed as Non-Executive Director since 30 January 2009	• Non-Independent Non-Executive Director
• Margaree Enterprises Pte Ltd	• Wholesale trade of a variety of goods without a dominant product. The company has ceased its business operation.	• Appointed on 4 July 2017	• Non-Executive Director • Shareholder holding direct interest of 100.00%
• Quantity Concept PLT	• Other management consultation activities n.e.c <sup>(2)</sup> , others education n.e.c <sup>(2)</sup> , wholesale of a variety of goods without any particular specialisation n.e.c <sup>(2)</sup>		• Partner holding direct interest of 50.00% and indirect interest of 50.00% through his spouse
• CPE Technology Berhad	• Real estate activities on a fee or contract basis n.e.c <sup>(2)</sup> Real Real estate activities with own or leased property n.e.c <sup>(2)</sup> Investment holding of companies involved in manufacturing of precision-machined parts and components using computer numerical control turning and milling technology and provision of computer numerical control turning and milling services as well as trading of precision machined parts and components	• Appointed as Independent Non-Executive Director on 1 April 2022 • Redesignated as Independent Non-Executive Chairman on 16 June 2022	• Independent Non-Executive Chairman

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

<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ date resigned as director</u>	<u>Involvement in business activities</u>
<b>Previous directorships in the past 5 years preceding the LPD:</b>			
<ul style="list-style-type: none"> <li>Ralco Corporation Berhad</li> </ul>	<ul style="list-style-type: none"> <li>Provision of management services and investment holding of companies involved in manufacturing of and trading in plastic bottles, containers, boxes, crates, related materials and provision of transportation services as well as supply of renewable energy</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 14 August 2019</li> <li>Resigned on 21 March 2024</li> </ul>	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> </ul>

**Notes:**

- (1) As per the trust deed dated 6 September 2005 entered into between Ang Seng Wong and another shareholder of Hocatsu (M) Sdn Bhd, Ang Seng Wong is holding the said interest in trust for the said shareholder of Hocatsu (M) Sdn Bhd.
- (2) "n.e.c" means not elsewhere classified.

**(vii) Tan Mui Ping**

<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ date resigned as director</u>	<u>Involvement in business activities</u>
<b>Present directorships:</b>			
<ul style="list-style-type: none"> <li>Infoline Tec Group Berhad</li> </ul>	<ul style="list-style-type: none"> <li>Investment holding of companies involved in providing IT infrastructure solutions, cybersecurity solutions, managed IT and other IT services, and trading of ancillary hardware and software</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 1 November 2021</li> </ul>	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> <li>Shareholder holding direct interest of 0.03%</li> </ul>
<ul style="list-style-type: none"> <li>Evergreen Fibreboard Berhad</li> </ul>	<ul style="list-style-type: none"> <li>Manufacture of medium density fibreboard, particleboard, furniture, value-added wood-based products and resin</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 1 October 2022</li> </ul>	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> </ul>
<ul style="list-style-type: none"> <li>Asaljuru Synergy Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Investment holding (dormant)</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 31 October 2022</li> </ul>	<ul style="list-style-type: none"> <li>Director</li> </ul>

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

<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ date resigned as director</u>	<u>Involvement in business activities</u>
<b>Involvement in business activities other than as a director:</b>			
• Zoey Angel Two PLT	• Investment holding of company principally involved in the business of wholesale of foodstuffs and manufacturing of food products		• Partner (investor)
<b>(viii) Selma Enolil Binti Mustapha Khalil</b>			
<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ date resigned as director</u>	<u>Involvement in business activities</u>
<b>Present directorships:</b>			
• Ericson Foundation	• (i) To receive and administer funds for public charitable purposes, (ii) to foster develop and improve education of all kinds, (iii) to assist and aid in relieve the sickness and suffering of people with life limiting conditions and their families and carers	• Appointed on 27 January 2011	• Director • Trustee
• Unique Fire Holdings Berhad	• Investment holding of companies involved in the assembly, manufacture and distribution of active fire protection systems, equipment and accessories for built environment, as well as the distribution of custom graphics designed fire extinguishers, and other active fire protection systems, equipment and accessories and related service	• Appointed on 8 October 2021	• Independent Non-Executive Chairperson • Shareholder holding direct interest of 0.06%
• Powerwell Holdings Berhad	• Investment holding of companies involved in the design, manufacturing and trading of electricity distribution products comprising low voltage switchboards, medium voltage switchgears and related products	• Appointed on 7 January 2019	• Independent Non-Executive Director • Shareholder holding direct interest of 0.02%



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

<u>Name of company</u>	<u>Principal activities</u>	<u>Date appointed as director/ date resigned as director</u>	<u>Involvement in business activities</u>
<ul style="list-style-type: none"> <li>Selangor Dredging Berhad</li> </ul>	<ul style="list-style-type: none"> <li>Provision of management services, investment holding of companies involved in among others property support services, property management services, trading and installation of energy efficient products, property development, investment in property; and property leasing</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 31 December 2018</li> </ul>	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> </ul>
<ul style="list-style-type: none"> <li>Techbond Group Berhad</li> </ul>	<ul style="list-style-type: none"> <li>Investment holding of companies involved in the development, manufacture and trading of industrial adhesives and sealants, providing supporting products and services, and management services</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 2 January 2018</li> </ul>	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> <li>Shareholder holding direct interest of 0.04%</li> </ul>
<b>Previous directorships in the past 5 years preceding the LPD:</b>			
<ul style="list-style-type: none"> <li>LKL International Berhad</li> </ul>	<ul style="list-style-type: none"> <li>Investment holding of companies involved in provision of medical/healthcare beds, peripheral and accessories, trading in hospital furniture, laboratory furniture, medical equipment, medical peripherals and accessories, providing management and advisory services, distribution of pharmaceutical products</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 23 July 2015</li> <li>Resigned on 13 October 2020</li> </ul>	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> </ul>
<ul style="list-style-type: none"> <li>Halo Advisory Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>Financial consultancy services (dormant)</li> </ul>	<ul style="list-style-type: none"> <li>Appointed on 12 April 2022</li> <li>Resigned on 30 June 2023</li> </ul>	<ul style="list-style-type: none"> <li>Director</li> </ul>

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

- (i) our Non-Executive Directors are not involved in the day-to-day operations of our Group, and their involvement in other business activities outside our Group will not affect their contributions to our Group; and
- (ii) our Executive Directors are not involved in the management and day-to-day operations of those businesses outside our Group.

The present involvement of our Directors outside of our Group as set out above does not give rise to any existing or potential conflict of interest in view of the following:

- (i) None of our Directors has any other interest, whether direct or indirect, in any businesses or corporations which are carrying on a similar trade as our Group; and

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

- (ii) None of our Directors and/or substantial shareholders has any other interest, whether direct or indirect, in any businesses or corporations which are the customers or suppliers of our Group, save for the transactions (i) between our Group and Multihope Enterprise Sdn Bhd and (ii) between our Group and Hong Seng Importer & Exporter Sdn Bhd, respectively. Multihope Enterprise Sdn Bhd and Hong Seng Importer & Exporter Sdn Bhd are not involved in the similar business activities as our Group. Multihope Enterprise Sdn Bhd is principally involved in trading of scrap metal and used vehicle parts while Hong Seng Importer & Exporter Sdn Bhd is principally involved in wholesale and retail of frozen foodstuffs. These transactions were carried out on arm's length basis as the considerations were fixed at the prevailing market rate and on normal commercial terms which are not more favourable to the related parties than those generally available to third parties. Please refer to Section 10.1.2 of this Prospectus for the transaction values (i) between our Group and Multihope Enterprise Sdn Bhd and (ii) between our Group and Hong Seng Importer & Exporter Sdn Bhd, respectively. In addition, our Group is not dependent on Multihope Enterprise Sdn Bhd and Hong Seng Importer & Exporter Sdn Bhd for revenue as the revenue generated from Multihope Enterprise Sdn Bhd and Hong Seng Importer & Exporter Sdn Bhd was below 0.01% of our Group's revenue for the Financial Years Under Review and up to the LPD. Further, Tan Hwong Kuen and Lim Young Piau are non-executive directors of our Group and hence, are not involved in the day-to-day running of the business operations of our Group. Their involvement in the other business activities outside our Group does not preclude them from allocating or committing their time and efforts to our Group in their respective roles on our Board. As such, this does not give rise to any existing and potential conflict of interest situation.

### 5.2.4 Directors' remuneration and material benefits in-kind

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

<b>FYE 2023 (Paid)</b>	<b>Salaries</b>	<b>Fees</b>	<b>Bonus</b>	<b>EPF and SOCSO</b>	<b>Allowances</b>	<b>Benefits-in-kind</b>	<b>Total</b>
	<b>(RM'000)</b>	<b>(RM'000)</b>	<b>(RM'000)</b>	<b>(RM'000)</b>	<b>(RM'000)</b>	<b>(RM'000)</b>	<b>(RM'000)</b>
Datuk Petrus Gimbad	-	-	-	-	-	-	-
Liaw Hen Kong	960	-	2,680	367	36	28	4,071
Chin Lee Ling	960	-	2,680	370	60	7	4,077
Tan Hwong Kuen	-	240	-	11	15	-	266
Lim Young Piau	-	240	-	11	15	-	266
Ang Seng Wong	-	-	-	-	-	-	-
Tan Mui Ping	-	-	-	-	-	-	-
Selma Enolil Binti Mustapha Khalil	-	-	-	-	-	-	-

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

<b>FYE 2024 (Proposed)<sup>(1)</sup></b>	<b>Salaries</b>	<b>Fees</b>	<b>Bonus</b>	<b>EPF and SOCSO</b>	<b>Allowances</b>	<b>Benefits-in-kind</b>	<b>Total</b>
	<b>(RM'000)</b>	<b>(RM'000)</b>	<b>(RM'000)</b>	<b>(RM'000)</b>	<b>(RM'000)</b>	<b>(RM'000)</b>	<b>(RM'000)</b>
Datuk Petrus Gimbad	-	35	-	-	(2)	-	35
Liaw Hen Kong	2,400	-	800	389	-	7	3,596
Chin Lee Ling	2,400	-	800	392	24	28	3,644
Tan Hwong Kuen	-	240	-	5	(2)	-	245
Lim Young Piau	-	240	-	5	(2)	-	245
Ang Seng Wong	-	32	-	-	(2)	-	32
Tan Mui Ping	-	32	-	-	(2)	-	32
Selma Enolil Binti Mustapha Khalil	-	32	-	-	(2)	-	32

**Notes:**

- (1) The proposed remuneration and material benefits in-kind proposed to be paid to the Non-Independent Directors for the FYE 2024 are based on full year remuneration. However, the proposed remuneration and material benefits in-kind proposed to be paid to the Independent Directors for the FYE 2024 are derived since the commencement of their appointment to our Board.
- (2) Meeting allowance of RM1,000 for each meeting day.

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

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

### 5.3 BOARD PRACTICES

#### 5.3.1 Board

Our Board is entrusted with the responsibility for the overall direction, strategy, performance and management of our Group. As at the LPD, the details of the date of expiration of the current term of office for each of our Directors and the period that each of our Directors has served in that office are as follows:

<u>Name</u>	<u>Designation</u>	<u>Age (years)</u>	<u>Date of appointment</u>	<u>Date of expiration of the current term of office</u>	<u>Duration in office (years)</u>
Datuk Petrus Gimbad	Independent Non-Executive Chairman	67	27 November 2023	Subject to retirement by rotation at our first AGM	Less than a year
Liaw Hen Kong	Managing Director	52	27 November 2023	Subject to retirement by rotation at our first AGM	Less than a year
Chin Lee Ling	Executive Director	51	27 November 2023	Subject to retirement by rotation at our first AGM	Less than a year
Tan Hwong Kuen	Non-Independent Non-Executive Senior Director	51	27 November 2023	Subject to retirement by rotation at our first AGM	Less than a year
Lim Young Piau	Non-Independent Non-Executive Senior Director	51	27 November 2023	Subject to retirement by rotation at our first AGM	Less than a year
Ang Seng Wong	Independent Non-Executive Director	61	27 November 2023	Subject to retirement by rotation at our first AGM	Less than a year
Tan Mui Ping	Independent Non-Executive Director	47	27 November 2023	Subject to retirement by rotation at our first AGM	Less than a year
Selma Enolil Binti Mustapha Khalil	Independent Non-Executive Director	52	27 November 2023	Subject to retirement by rotation at our first AGM	Less than a year

At every annual general meeting of the Company, 1/3 of the Directors who are subject to retirement by rotation for the time being or if their number is not 3 or a multiple of 3, then the number nearest to 1/3 shall retire from office and be eligible for re-election, provided that all Directors shall retire from office once at least in every 3 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 PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT/ KEY TECHNICAL PERSONNEL (CONT'D)

### 5.3.2 Audit and Risk Management Committee

Our Audit and Risk Management Committee comprises the following members:

Name	Designation	Directorship
Tan Mui Ping	Chairman	Independent Non-Executive Director
Selma Enolil Binti Mustapha Khalil	Member	Independent Non-Executive Director
Ang Seng Wong	Member	Independent Non-Executive Director

The main function of our Audit and Risk Management Committee is to assist our Board in fulfilling its responsibility on the oversight of the integrity of our Group's accounting and financial reporting matters. The Audit and Risk Management Committee's duties and responsibilities as stated in its terms of reference include, among others, the following:

#### Financial Reporting

1. Review the quarterly results and the year-end financial statements of the Group, before submission to the Board for approval, focusing particularly on:-
  - (a) changes in or implementation of major accounting policy changes;
  - (b) significant matters highlighted including financial reporting issues, significant judgement made by management, significant and unusual events or transactions and how these matters are addressed;
  - (c) significant adjustment arising from the audit;
  - (d) major judgemental areas;
  - (e) the going concern assumption; and
  - (f) compliance with accounting standards, regulatory and other legal requirements.
2. Review and provide advice on whether the financial statements taken as a whole provide a true and fair view of the Company's financial position and performance.
3. Ask probing questions to ascertain whether the financial statements are consistent with operational and other information known, where there are significant matters requiring judgement.

#### External Auditors

1. Consider and recommend to the Board on the appointment or re-appointment of external auditors and to fix their fees (audit and non-audit), after assessing their independence and capabilities as well as the effectiveness of the external audit process.
2. Review the following and report the same to the Board:-
  - (a) letter of resignation from the external auditors or suggestions for their dismissal, including a copy of any written representations or statement of circumstances in relation with the resignation made by the external auditors, if applicable; and
  - (b) whether there is reason (supported by grounds) to believe that the external auditor is not suitable for re-appointment.

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


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3. Assess the suitability, objectivity and independence of the external auditors on an annual basis based on the policies and procedures that have been established and the annual performance evaluation of the external auditors undertaken by the Committee. The policies and procedures must include among others consideration on:-
- (a) the criteria to guide decisions on the appointment and re-appointment of the external auditor. The criteria should include an assessment of the competence, audit quality and resource capacity of the external auditor in relation to the audit. The assessment should also consider information presented in the Annual Transparency Report of the audit firm. If the Annual Transparency Report is not available, the Committee may engage the audit firm on matters typically covered in an Annual Transparency Report including the audit firm's governance and leadership structure as well as measures undertaken by the firm to uphold audit quality and manage risks;
  - (b) the appropriateness of audit fees to support a quality audit;
  - (c) requirement for non-audit service to be approved by the Committee before they rendered by the external auditor and its affiliates while taking into account the nature and external of the non-audit services and the appropriateness of the level of fees;
  - (d) requirement to obtain written assurance from the external auditor confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements; and
  - (e) the conduct of an annual evaluation on the performance of the external auditor and undertaking follow-up measures, where required.
4. Review the following with the external auditors and report the same to the Board:-
- (a) audit plan, its scope and nature;
  - (b) audit report;
  - (c) evaluation of the system of internal controls;
  - (d) the assistance given by the employees to the external auditors, including any difficulties or disputes with management encountered during audit; and
  - (e) external auditors' management letter and management's response thereto.

**Internal Audit**

In relation to the internal audit function, the responsibilities of the Committee are to:-

- (a) review the adequacy of the scope, competency and resources of the internal audit function, and that it has the necessary authority to carry out its work;
- (b) review the internal audit plan, programme, processes, and the reporting structure;
- (c) review the findings of the internal auditor's reports, investigations undertaken and whether or not appropriate actions are taken by the management, based on the recommendations of the internal auditors;
- (d) review the appraisal or assessment of the performance of the internal audit function on an annual basis; and
- (e) review any special audit which the Committee deems necessary.

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


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**Related Party Transactions (“RPT”) and Recurrent RPT (“RRPT”) and Conflict of Interest Situation (“COI”)**

Monitor, review and report to the Board any RPT, RRPT and COI that may arise within the Company or Group, including any transaction, procedures or course of conduct that raises questions on management integrity.

**Risk Management**

1. Ensure that an appropriate risk reporting structure is established to facilitate reporting of risks to management and the Board;
2. Oversee the Group’s overall risk management framework and policies;
3. Review the risk management framework, policies and processes, which include identifying, managing, monitoring, treating and mitigating significant risks of the Group, and recommend for approval by the Board;
4. Review and assess the risk appetite and risk tolerance for the Group;
5. Review the regulatory and clinical compliance reports and any other reports within the purview of the Committee;
6. Review the significant risks identified and assess the mitigating actions put in place to manage these risks;
7. Ensure that the key risks are effectively managed in accordance with the Group’s risk management policies and strategies;
8. Review the adequacy of resources in managing the risk management framework;
9. Review and deliberate reports on non-compliance findings by regulatory agencies;
10. Review the Statement on Risk Management and Internal Control for inclusion in the Company’s Annual Report, and recommend to the Board for approval; and
11. Carry out other responsibilities, functions or assignments as may be defined by the Board from time to time.

**Others**

1. Review all financial related reports/statements as required by the Listing Requirements, for inclusion in the Annual Report;
2. Verify allocation of units or options issued pursuant to the various incentive or retention schemes implemented by the Group (if any);
3. Obtain regular updates from the management regarding compliance matters;
4. Review findings, queries or investigation by the regulatory agencies (if any);
5. Review the adequacy and appropriateness of Anti-Bribery and Corruption Policy, and Whistleblowing Policy, when necessary; and
6. Carry out any other functions that may be mutually agreed upon by the Committee and the Board.

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

### 5.3.3 Remuneration Committee

Our Remuneration Committee comprises the following members:

Name	Designation	Directorship
Ang Seng Wong	Chairman	Independent Non-Executive Director
Tan Mui Ping	Member	Independent Non-Executive Director
Lim Young Piau	Member	Non-Independent Non-Executive Senior Director

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

- (i) Review Group's policies and procedures on remuneration including reviewing and recommending matters relating to the remuneration of Directors and senior management, and recommend to the Board for approval.
- (ii) In determining the remuneration packages of Directors and senior management, the Committee should take into consideration the following:-
  - (a) technical competency, skills, expertise and experience;
  - (b) qualification and professionalism;
  - (c) integrity;
  - (d) roles and responsibilities;
  - (e) company's performance in managing material sustainability risks and opportunities; and
  - (f) aligned with the business and risks strategies, and long-term objectives of the Group.
- (iii) Review remuneration packages of Directors, senior management and key consultants, having regard to the Group's operating results, individual performance and comparable market statistics and recommend to the Board for approval.
- (iv) Review compensation policy of Directors and senior management, and ensure the compensations offered are in line with market practice.
- (v) Ensure fees and benefits payable to Directors, and any compensation for loss of employment of Executive Directors are approved by shareholders at General Meetings.
- (vi) Oversee any major changes in employee remuneration and benefit structures throughout the Group.
- (vii) Recommend to the Board any performance related pay schemes for the Company or Group.
- (viii) Recommend to the Board on the appointment of experts or consultants, where necessary to fulfil its responsibilities.
- (ix) To carry out other responsibilities, functions or assignments as may be agreed by the Board from time to time.



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

### 5.3.4 Nomination Committee

Our Nomination Committee comprises the following members:

Name	Designation	Directorship
Selma Enoil Binti Mustapha Khalil	Chairman	Independent Non-Executive Director
Ang Seng Wong	Member	Independent Non-Executive Director
Tan Hwong Kuen	Member	Non-Independent Non-Executive Senior Director

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

- (i) Assess and review the size, composition, mix of skills and experience, and diversity (including gender diversity) of the Board and Board Committees, and recommend to the Board for approval.
- (ii) Identify, consider and recommend to the Board suitable candidates for appointment of Directors. The Committee shall not solely rely on recommendations from existing board members, management or major shareholders, but will also utilise independent sources to identify suitably qualified candidates. In making the recommendations, the Committee shall:-
  - (a) assess the candidates' skills, expertise, experience, professionalism, commitment, integrity, character and competence;
  - (b) consider board diversity including age and gender diversity; and
  - (c) in the case of candidates for the position of Independent Non-Executive Directors, evaluate the candidates' ability to discharge such responsibilities/functions as are expected from Independent Non-Executive Directors.
- (iii) If the selection of candidates was solely based on recommendations made by existing Board, management or major shareholders, the Committee should explain why other sources were not used.
- (iv) Recommend to the Board on the appointment of members of each Board Committee.
- (v) Recommend to the Board the appointment, cessation, suspension, dismissal and/or any staff movement including re-designation, re-deployment, transfer or secondment of senior management of the Group.
- (vi) Assess annually the effectiveness of the Board as a whole, Board Committees, and the contribution of each individual Director and Chief Executive Office including his/her character, competence, experience and time commitment. All assessments and evaluation carried out by the Committee in the discharge of its duties shall be disclosed in the Annual Report.
- (vii) Review the tenure of each director and ensure that the annual re-election of a director is subject to the satisfactory evaluation of the director's performance and contribution to the Board.

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

- (viii) Review and assess the independence of Independent Directors on an annual basis.
- (ix) Recommend to the Board with reasons on re-election of Directors who retired by rotation pursuant to the Company's Constitution and re-appointment of Directors who retired pursuant to relevant sections of the Act.
- (x) Ensure all appointment and re-election of directors are evaluated through a transparent process, including meeting the criteria of the Fit and Proper Policy.
- (xi) Evaluate and review performance of the Board and senior management including, taking into consideration the company's performance in managing material sustainability risks and opportunities.
- (xii) Review Board and senior management succession plans and overseeing the development of a diverse pipeline for Board and management succession, including the future Chairman, Executive Directors and Chief Executive Office.
- (xiii) Facilitate Board induction programme for newly appointed Directors.
- (xiv) Identify suitable educational and training programmes for continuous development of Directors to ensure the Directors keep abreast with development in the industry, regulatory changes and board business trends.
- (xv) Review and recommend to the Board, the development and implementation of the relevant policies and procedures on nomination related matters concerning the Group.
- (xvi) Review annually the term of office, effectiveness and performance of the Audit Committee and each of its members to determine whether the Audit Committee and its members have carried out their duties in accordance with their terms of reference.
- (xvii) Consider and examine such matters as the Committee considers appropriate.
- (xviii) Carry out such other duties or functions as may be delegated by the Board from time to time or required by the regulatory authority.

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

### 5.4 KEY SENIOR MANAGEMENT/ KEY TECHNICAL PERSONNEL

#### 5.4.1 Particulars and shareholdings

The following table sets out the direct and indirect shareholdings of our Key Senior Management/ Key Technical Personnel before and after our IPO:

Key Senior Management/ Key Technical Personnel	Designation	Nationality	Before our IPO/ After the Acquisitions				After our IPO and the Share Transfer <sup>(1)</sup>			
			Direct		Indirect		Direct		Indirect	
			No. of Shares	<sup>(2)</sup> %	No. of Shares	<sup>(2)</sup> %	No. of Shares	<sup>(3)</sup> %	No. of Shares	<sup>(3)</sup> %
Liaw Hen Kong	Managing Director	Malaysian	93,904,300	25.00	-	-	-	-	<sup>(4)</sup> 173,613,300	36.68
Chin Lee Ling	Executive Director	Malaysian	93,904,000	25.00	-	-	-	-	<sup>(4)</sup> 173,613,300	36.68
Christina Yap Chui Fui	Financial Controller	Malaysian	-	-	-	-	440,000	0.09	-	-
Chin Lee Yung @ Rina Chin	Operations Manager	Malaysian	-	-	-	-	440,000	0.09	-	-
Chin Chun Ming	Technical Manager	Malaysian	-	-	-	-	440,000	0.09	-	-

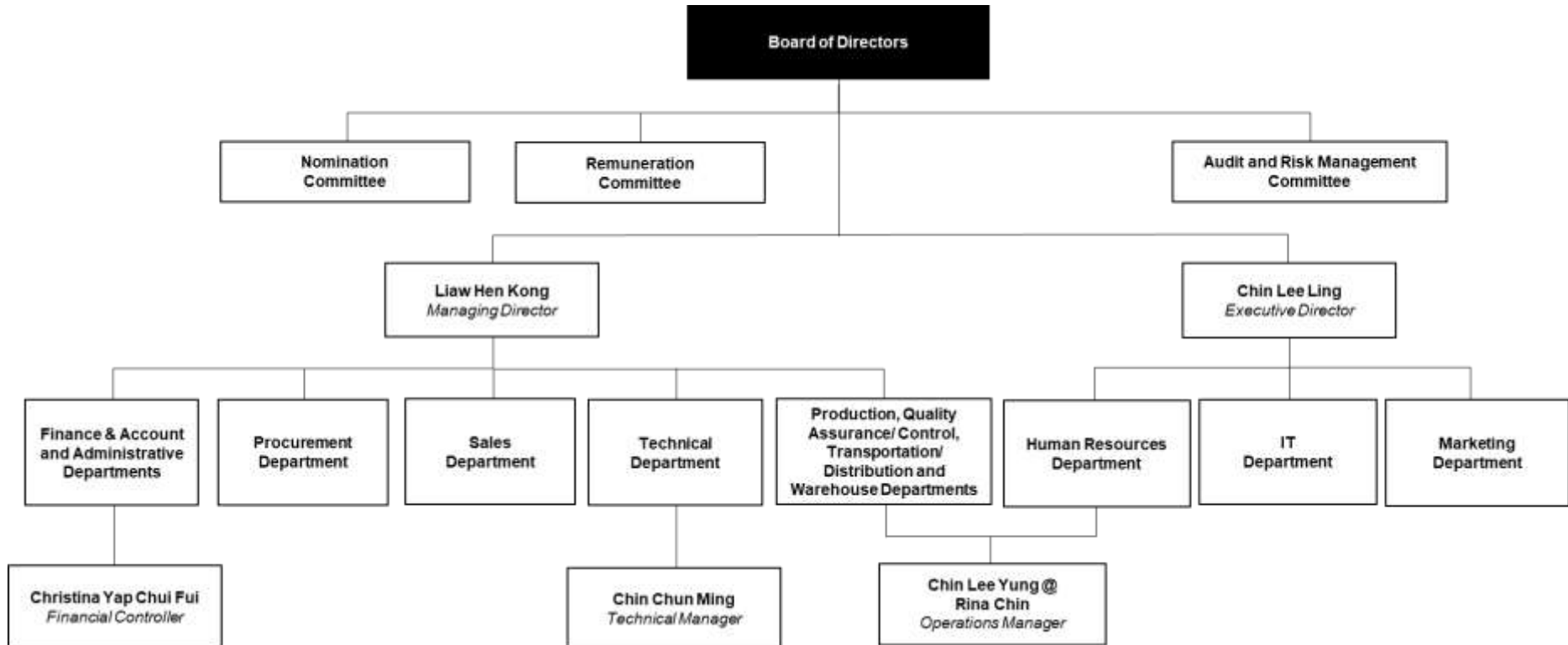
#### Notes:

- (1) Assuming our Key Senior Management/ Key Technical Personnel will fully subscribe for their respective allocation under the Pink Form Allocation.
- (2) Based on our issued Shares of 375,616,500 Shares after the Acquisitions but before our IPO.
- (3) Based on our enlarged issued Shares of 473,179,500 Shares after our IPO.
- (4) Deemed interested by virtue of Section 8(4) of the Act, through his/her shareholding in Scarecrow Holding.

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

**5.4.2 Management reporting structure**

Our management reporting structure is as follows:



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

### 5.4.3 Profiles of Key Senior Management/ Key Technical Personnel

Save for the profiles of Liaw Hen Kong and Chin Lee Ling as set out in Section 5.1.2 of this Prospectus, the profiles of our Key Senior Management/ Key Technical Personnel are as follows:

#### (i) Christina Yap Chui Fui

##### *Financial Controller*

Christina Yap Chui Fui, a Malaysian female aged 45, is our Group's Financial Controller. She is responsible for overseeing and monitoring the financial accounting and taxation matters, and corporate activities which include, amongst others, the planning and coordinating of the financial reporting activities.

She is a Chartered Accountant and was admitted as a member of the ACCA in October 2003. She is also a member of the Malaysian Institute of Accountants since July 2004. In October 2008, she became a fellow member of ACCA.

She started her career in March 2001 as Staff Assistant in Lau Chua Kong & Co. In December 2001, she joined KPMG as an Audit Assistant where she was involved in audit assignments of various industries, including trading and manufacturing, construction, plantations and government agencies until February 2002. She took a 9-month break for preparation of ACCA examination until November 2002. She then re-joined KPMG in December 2002 after her ACCA examination.

She resigned from KPMG in July 2004 and joined Empor Holdings Sdn Bhd, as an Accountant. She was transferred to its related company, Empor Management Services Sdn Bhd in mid-2009. During her tenure from July 2004 to November 2011 with Empor group of companies, she was mainly responsible for overseeing financial functions related to planning, procurement, investment and accounting.

In December 2011, she joined Kim Teck Cheong Sdn Bhd (a wholly-owned subsidiary of Kim Teck Cheong Consolidated Berhad) ("**Kim Teck Cheong**"), a fast-moving consumer goods company as Group Manager (Finance/Investment) – Corporate (the title of Group Manager (Finance/Investment) – Corporate has been subsequently renamed as Associate Director, Treasury – Corporate). During her tenure with Kim Teck Cheong, she was mainly responsible for overseeing the financial matters of the group and the coordination of other professional advisers for the flotation exercise of the group on ACE Market of Bursa Securities.

She left Kim Teck Cheong in March 2018 and joined Life Water Industries in April 2018 as the Financial Controller.

She brings with her more than 22 years of experience in accounting, finance and internal audit, and over 5 years of experience with our Group.

As at the LPD, she does not hold any directorships in any companies.

#### (ii) Chin Lee Yung @ Rina Chin

##### *Operations Manager*

Chin Lee Yung @ Rina Chin, a Malaysian female aged 48, is our Group's Operations Manager. She is responsible for overseeing the production, quality, logistics and warehouse departments of our Group.

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

She attended Sekolah Menengah Arshad, Kota Belud, Sabah from 1989 to 1991, and Kinabalu Commercial College from 1991 to 1992.

After leaving Kinabalu Commercial College in 1992, she pursued her personal interests in bakery and confectionery, and worked in few bakeries in Kota Kinabalu, Sabah and Singapore.

She joined Life Water Industries in April 2007 as Factory Supervisor where she was responsible for overseeing the production lines in Sandakan Megah Plant and Sandakan Sibuga Plant. She was promoted to our Group's Factory Manager in January 2022 and was re-designated to our Group's Operations Manager in January 2023.

She brings over 16 years of experience in drinking water industry and with our Group.

Chin Lee Yung @ Rina Chin is the sister of Chin Lee Ling and Chin Chun Ming, our Executive Director and our Group's Technical Manager respectively, and sister-in-law of Liaw Hen Kong, our Managing Director.

Currently, she is also a director and shareholder of Suria Timur Resources Sdn Bhd, details of which are set out in Section 5.4.4 of this Prospectus.

### (iii) Chin Chun Ming

#### *Technical Manager*

Chin Chun Ming, a Malaysian male aged 50, is our Group's Technical Manager. He is responsible for overseeing the machinery installation plans and infrastructure, maintenance and upgrading of machinery of our Group's factories.

He obtained his Diploma in Electrical and Electronic Engineering from INTI College Malaysia in April 1995.

Upon his graduation, he started his career with Reliance Computer Agency in June 1995 as a Computer Technician, handling software installation and troubleshooting. In June 1997, he left Reliance Computer Agency and joined Zuma Engineering Sdn Bhd in July 1997 as a Computer Senior Technician where he assisted in repairing computer equipment. Subsequently in June 2006, he left Zuma Engineering Sdn Bhd and joined Dirivan Corporation Sdn Bhd in July 2006 as an Assistant Technical Supervisor where he was in charge of supervising the maintenance of all the electrical terminal and equipment of the company. In October 2006, he was transferred to Lotteries Corporation Sdn Bhd, a related company of Dirivan Corporation Sdn Bhd as a Maintenance Technician for its information technology department.

In September 2010, he left Lotteries Corporation Sdn Bhd and joined Green Borneo Industries in the same month as a Factory Supervisor where he was in charge of all the machinery installation plans and infrastructure, and supervised the production, maintenance and upgrading of machineries and recruitment of factory personnel. He was one of the pioneers of Green Borneo Industries, and was instrumental in the setting up and establishment of our KK IZ4 Plant, responsible for all machinery installation plans and infrastructure. He was promoted to our Group's Production Manager in January 2022 and was re-designated to our Group's Technical Manager in January 2023.

He brings over 13 years of experience in drinking water industry and with our Group.

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

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Chin Chun Ming is the brother of Chin Lee Ling and Chin Lee Yung @ Rina Chin, our Executive Director and our Group's Operations Manager respectively, and brother-in-law of Liaw Hen Kong, our Managing Director.

As at the LPD, he does not hold any directorships in any companies.

Liaw Hen Kong and Chin Chun Ming are the Key Technical Personnel of our Group.

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

### 5.4.4 Involvement of our Key Senior Management/ Key Technical Personnel in other businesses / corporations

Save for the principal directorships and principal business activities of Liaw Hen Kong and Chin Lee Ling outside our Group as set out in Section 5.2.3 of this Prospectus and as disclosed below, none of our Key Senior Management/ Key Technical Personnel has any principal directorships and principal business activities outside our Group as at the LPD and principal directorships outside our Group in the past 5 years preceding the LPD:

#### (i) Chin Lee Yung @ Rina Chin

<u>Name of company</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>
<b>Present directorship:</b>		
<ul style="list-style-type: none"> <li>• Suria Timur Resources Sdn Bhd</li> </ul>	<ul style="list-style-type: none"> <li>• Provision of general insurance agency services (The company has ceased its business operation and there is no immediate plan for the company currently)</li> </ul>	<ul style="list-style-type: none"> <li>• Director (Appointed on 29 January 2015)</li> <li>• Shareholder holding direct interest of 40.00%</li> </ul>

The involvement of Chin Lee Yung @ Rina Chin in Suria Timur Resources Sdn Bhd does not preclude her from allocating or committing her time and effort to our Group in her role as our Group's Operations Manager, as the company has ceased its business operation.

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

**5.4.5 Key Senior Management/ Key Technical Personnel's remuneration and material benefits in-kind**

Save for remuneration and material benefits in-kind paid and proposed to be paid to Liaw Hen Kong and Chin Lee Ling as set out in Section 5.2.4 of this Prospectus, the aggregate remuneration and material benefits-in-kind (including any contingent or deferred compensation) paid or proposed to be paid to our Key Senior Management/ Key Technical Personnel for services rendered in all capacities to our Group for the FYE 2023 and FYE 2024 are as follows:

<u>Key Senior Management/ Key Technical Personnel</u>	<u>Remuneration band</u>	
	<u>FYE 2023</u>	<u>FYE 2024</u>
	<u>(Paid)</u>	<u>(Proposed)</u>
	<u>RM'000</u>	<u>RM'000</u>
Christina Yap Chui Fui	450-500	450-500
Chin Lee Yung @ Rina Chin	150-200	150-200
Chin Chun Ming	150-200	150-200

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## **5. INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT/ KEY TECHNICAL PERSONNEL (CONT'D)**

### **5.5 DECLARATIONS BY OUR PROMOTERS, DIRECTORS AND KEY SENIOR MANAGEMENT/KEY TECHNICAL PERSONNEL**

None of our Promoters, Directors and Key Senior Management/Key Technical Personnel is or was involved in any of the following events, whether within or outside Malaysia:

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

### **5.6 FAMILY RELATIONSHIPS AND ASSOCIATIONS**

Save as disclosed below, there are no family relationship and/or association amongst our Promoters, substantial shareholders, Directors, and Key Senior Management/ Key Technical Personnel as at the LPD:

- (i) Liaw Hen Kong (our Promoter, substantial shareholder and Managing Director) is the spouse of Chin Lee Ling (our Promoter, substantial shareholder and Executive Director) and the brother-in-law of Chin Lee Yung @ Rina Chin (our Operations Manager) and Chin Chun Ming (our Technical Manager);
- (ii) Chin Lee Ling (our Promoter, substantial shareholder and Executive Director) is the spouse of Liaw Hen Kong (our Promoter, substantial shareholder and Managing Director) and the sister of Chin Lee Yung @ Rina Chin (our Operations Manager) and Chin Chun Ming (our Technical Manager);
- (iii) Chin Lee Yung @ Rina Chin (our Operations Manager) is the sister of Chin Lee Ling (our Promoter, substantial shareholder and Executive Director) and Chin Chun Ming (our Technical Manager), and the sister-in-law of Liaw Hen Kong (our Promoter, substantial shareholder and Managing Director); and
- (iv) Chin Chun Ming (our Technical Manager) is the brother of Chin Lee Ling (our Promoter, substantial shareholder and Executive Director) and Chin Lee Yung @ Rina Chin (our Operations Manager), and the brother-in-law of Liaw Hen Kong (our Promoter, substantial shareholder and Managing Director).

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

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**5.7 EXISTING OR PROPOSED SERVICE AGREEMENT**

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

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