

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

5.1 OUR PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

5.1.1 Shareholdings of our Promoters and substantial shareholders

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

Name	Nationality / Country of incorporation	After the Acquisitions and before our IPO			Before our IPO / After the Share Transfer				
		Direct No. of Shares	(1)%	Indirect No. of Shares	(1)%	Direct No. of Shares	Indirect No. of Shares	(1)%	
<u>Promoters and substantial shareholders</u>									
LSW	Malaysian	248,219,420	33.78	-	-	86,352,600	(2)476,078,900	11.75	64.78
ACM	Malaysian	240,639,740	32.74	-	-	83,533,700	(2)476,078,900	11.37	64.78
YKM	Malaysian	240,639,740	32.74	-	-	83,533,700	(2)476,078,900	11.37	64.78
<u>Substantial shareholder</u>									
Climan	Malaysia	-	-	-	-	476,078,900	-	64.78	-

Name	Nationality / Country of incorporation	After our IPO			
		Direct No. of Shares	(3)%	Indirect No. of Shares	(3)%
<u>Promoters and substantial shareholders</u>					
LSW	Malaysian	51,722,600	5.98	(2)476,078,900	55.00
ACM	Malaysian	48,903,700	5.65	(2)476,078,900	55.00
YKM	Malaysian	48,903,700	5.65	(2)476,078,900	55.00
<u>Substantial shareholder</u>					
Climan	Malaysia	476,078,900	55.00	-	-

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

Notes:

- (1) Based on our issued Shares of 734,892,700 Shares after the Acquisitions and before our IPO.
- (2) Deemed interested by virtue of Section 8(4) of the Act, through his shareholding in Ciliman.
- (3) Based on our enlarged issued Shares of 865,598,000 Shares after our IPO.

As at the LPD, our Promoters and substantial shareholders do not have different voting rights from other shareholders of our Company.

Save for our Promoters and substantial shareholders named above, we are not aware of any other person who is able to, directly or indirectly, jointly or severally, exercise control over our Company. As at the LPD, there is no arrangement between our Company and our Promoters, with any third party, which may at a subsequent date result in the change in control of our Company.

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

5.1.2 Profiles of our Promoters and substantial shareholders

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

(i) **LSW**

Promoter, substantial shareholder, Non-Independent Executive Director and Group Managing Director

LSW, a Malaysian aged 53, is our Promoter, substantial shareholder, Non-Independent Executive Director and Group Managing Director. He was appointed to our Board on 9 August 2023 and brings with him approximately 28 years of experience in the imaging, analytical and test related equipment business. As our Group Managing Director, he is responsible for the overall performance, general management and business strategies of our Group.

He obtained a Diploma in Science in microelectronics from Tunku Abdul Rahman College, Malaysia and a Bachelor of Science degree majoring in microelectronics-physics from Campbell University, USA in July 1994.

In June 1994, he began his career as a Sales Engineer with TM Sales & Services Sdn Bhd (currently known as Trane (Malaysia) Sdn Bhd) ("**Trane**") where he was involved in the promotion of heating, ventilation and air conditioning products. He left Trane in March 1995 and joined QES (Malaysia) Sdn Bhd (currently known as QES (Asia Pacific) Sdn Bhd) ("**QES**") as a Sales Engineer.

During his tenure at QES, he was responsible for leading and managing the manual and automated measuring system product range in the regions of Malaysia, Singapore, Thailand and Philippines. Subsequently, he was promoted to Assistant Sales Manager in January 1997. In March 1999, he was transferred to QES (Singapore) Pte Ltd ("**QES Singapore**") as Deputy Manager to lead the sales division in QES Singapore. He left QES Singapore in May 2000.

LSW joined Crest Systems in May 2000 as Manager. He later acquired shareholdings in Crest Systems in September 2002 and was also appointed as director. Throughout his years with our Group, he oversaw and managed our Group's overall business operations. He is also the legal representative of Crest Suzhou since 11 April 2013, a position he holds to-date.

Please refer to Section 5.2.3 of this Prospectus for details of LSW's principal business activities performed outside our Group (including directorships) as at the LPD.

(ii) **ACM**

Promoter, substantial shareholder and Non-Independent Executive Director

ACM, a Malaysian aged 53, is our Promoter, substantial shareholder and Non-Independent Executive Director. He was appointed to our Board on 9 August 2023 and brings with him approximately 28 years of experience in the imaging, analytical and test related equipment business. As our Non-Independent Executive Director, he is responsible for, among others, leading the sales division of our Group.

He obtained a Diploma in Science from Tunku Abdul Rahman College, Malaysia and a Bachelor of Science degree majoring in microelectronics-physics from Campbell University, USA in July 1994.

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

In March 1995, he joined QES as a Sales Engineer. In September 1995, he was transferred to Quality Enhancement & System (S) Pte Ltd (currently known as QES Singapore) to kick start the sales division of QES Singapore. In January 1998, he was promoted to the position of Assistant Sales Manager where he was tasked to lead and manage the sales division in QES Singapore.

In July 1998, he was transferred back to QES as Assistant Product Manager to lead and manage the sales and marketing division for inspection microscopy including product range for wafer loaders in the regions of Malaysia, Singapore, Thailand and Philippines. He was thereafter promoted to Deputy Manager for the product management division in January 1999. In March 1999, he was transferred to QES (Penang) Sdn Bhd ("**QES Penang**") to lead and manage the sales division of QES Penang. He left QES Penang in July 1999.

In August 1999, he joined Crest Systems as Business Manager. In the same month, he acquired shareholdings in Crest Systems and was appointed as director. Throughout his years with our Group, he oversaw and managed our Group's overall sales.

Please refer to Section 5.2.3 of this Prospectus for details of ACM's principal business activities performed outside our Group (including directorships) as at the LPD.

(iii) **YKM**

Promoter, substantial shareholder and Non-Independent Executive Director

YKM, a Malaysian aged 55, is our Promoter, substantial shareholder, and Non-Independent Executive Director. He was appointed to our Board on 9 August 2023 and brings with him approximately 30 years of experience in the imaging, analytical and test related equipment business. As our Non-Independent Executive Director, he is responsible for among others, leading the service and technical support division of our Group.

He obtained a Bachelor of Science degree majoring in computer science-physics from Campbell University, USA in July 1993.

He began his career when he joined QES in June 1993 as a Service Engineer in the technical and service division, whereby he was tasked to perform product installation, troubleshooting and preventive maintenance for X-ray systems as well as manage customer relations. During his tenure with QES, he held the position of Sales Engineer in 1995, Senior Sales Engineer in 1996 and assumed the role of Assistant Sales Manager in 1997. During those years, he became involved in the management and development of the sales division including implementation of marketing strategies to achieve market penetration for new X-ray and system products.

In January 1998, he was promoted to the role of Deputy Manager for the sales and marketing division. In January 1999, he was promoted to the role of Manager in the product management division where he was responsible for the expansion of the business operations of QES to the Southeast Asia region markets including Singapore, Thailand and Philippines through the engagement of new distributorships for QES's products. He resigned from QES in June 2000.

YKM joined Crest Systems in July 2000 as Business Manager. He later acquired shareholdings in Crest Systems in September 2002 and was also appointed as director. Throughout his years with our Group, he oversaw and managed our Group's overall service division.

Please refer to Section 5.2.3 of this Prospectus for details of YKM's principal business activities performed outside our Group (including directorships) as at the LPD.

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

(iv) Climan
Substantial shareholder

Climan was incorporated on 9 November 2023 in Malaysia under the Act as a private limited company under its present name. The principal activity of Climan is investment holding company.

As at the LPD, the issued share capital of Climan is RM1,000 comprising 1,000 ordinary shares.

The directors of Climan as at the LPD are LSW, ACM and YKM. The particulars of Climan's shareholders and their respective shareholdings as at the LPD are as follows:

Shareholders	Nationality	Direct		Indirect	
		No. of shares	%	No. of shares	%
LSW	Malaysian	340	34.00	-	-
ACM	Malaysian	330	33.00	-	-
YKM	Malaysian	330	33.00	-	-

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

5.1.3 Significant changes in the shareholdings of our Promoters and substantial shareholders in our Company since incorporation

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

Name	As at 9 August 2023 (Date of incorporation)				After the Acquisitions			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(2)%	No. of Shares	(2)%
<u>Promoters and substantial shareholders</u>								
LSW	340	34.00	-	-	248,219,420	33.78	-	-
ACM	330	33.00	-	-	240,639,740	32.74	-	-
YKM	330	33.00	-	-	240,639,740	32.74	-	-
<u>Substantial shareholder</u>								
Climan	-	-	-	-	-	-	-	-
Name	After the Share Transfer				After our IPO			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	(2)%	No. of Shares	(2)%	No. of Shares	(4)%	No. of Shares	(4)%
<u>Promoters and substantial shareholders</u>								
LSW	86,352,600	11.75	(3)476,078,900	64.78	51,722,600	5.98	(3)476,078,900	55.00
ACM	83,533,700	11.37	(3)476,078,900	64.78	48,903,700	5.65	(3)476,078,900	55.00
YKM	83,533,700	11.37	(3)476,078,900	64.78	48,903,700	5.65	(3)476,078,900	55.00
<u>Substantial shareholder</u>								
Climan	476,078,900	64.78	-	-	476,078,900	55.00	-	-

Notes:

- (1) Based on our issued Shares of 1,000 Shares at incorporation.
- (2) Based on our issued Shares of 734,892,700 Shares after the Acquisitions and before our IPO.
- (3) Deemed interested by virtue of Section 8(4) of the Act, through his shareholding in Climan.
- (4) Based on our enlarged issued Shares of 865,598,000 Shares after our IPO.

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

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

Save for the dividends declared and/or paid to our Promoters and substantial shareholders as disclosed below and the aggregate remuneration and benefits in-kind paid or to be paid to our Promoters and substantial shareholders as disclosed in Section 5.2.4 of this Prospectus, there are no other amounts or benefits paid or intended to be paid or given to our Promoters and substantial shareholders within the 3 years preceding the date of this Prospectus and up to the LPD:

Promoters and substantial shareholders	Dividends declared and/or paid in respect of				
	FYE 2020	FYE 2021	FYE 2022	FPE 2023	1 August 2023 up to the LPD
	RM'000	RM'000	RM'000	RM'000	RM'000
LSW	-	5,770	6,892	362	(1)4,779
ACM	713	6,217	7,218	349	(1)4,638
YKM	713	6,217	7,218	349	(1)4,638

Note:

- (1) The following dividends were declared subsequent to 1 August 2023:
- (a) On 21 August 2023, Crest Thailand declared a dividend of THB14.2602 per ordinary share equivalent to RM1.8816 per ordinary share amounting to THB855,611 equivalent to RM112,893, which was paid on 11 September 2023.
 - (b) On 7 December 2023, Crest Systems declared a special dividend of RM14.00 per ordinary share amounting to RM14,000,000, which was paid on 12 December 2023.
 - (c) As at LPD, there is no outstanding dividends declared but remained unpaid.

Further, our Group intends to declare a final dividend of up to RM6.0 million for FYE 2023, upon the finalisation of the audited financial statements for FYE 2023. The timing of the payment is expected to be prior to the Listing of the Company.

The above dividends were funded by internally generated funds sourced from our operations. The dividends paid will not affect the execution and implementation of our future plans or business strategies.

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

5.2 BOARD OF DIRECTORS

5.2.1 Shareholdings of our Directors in our Company

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

Name	Nationality	After the Acquisitions, Share Transfer and before our IPO				After our IPO			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(3)%	No. of Shares	(3)%
Ahmad Tajudin bin Omar	Malaysian	-	-	-	-	(4)250,000	0.03	-	-
LSW	Malaysian	86,352,600	11.75	(2)476,078,900	64.78	51,722,600	5.98	(2)476,078,900	55.00
ACM	Malaysian	83,533,700	11.37	(2)476,078,900	64.78	48,903,700	5.65	(2)476,078,900	55.00
YKM	Malaysian	83,533,700	11.37	(2)476,078,900	64.78	48,903,700	5.65	(2)476,078,900	55.00
Teo Yeling	Malaysian	-	-	-	-	(4)250,000	0.03	-	-
Ilham Fadilah binti Sunhaji	Malaysian	-	-	-	-	(4)250,000	0.03	-	-
Moo Eng Thing	Malaysian	-	-	-	-	(4)250,000	0.03	-	-

Notes:

- (1) Based on our issued Shares of 734,892,700 Shares after the Acquisition and before our IPO.
- (2) Deemed interested by virtue of Section 8(4) of the Act through his shareholding in Climan.
- (3) Based on our enlarged issued Shares of 865,598,000 Shares after our IPO.
- (4) Based on the assumption that the Directors subscribe in full for their entitlements to the Pink Form Shares.

Save for LSW, ACM and YKM who are shareholders of Climan, none of our Directors represent any corporate shareholder on our Board. Further, there are no family relationships between our Directors.

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

5.2.2 Profiles of our Directors

Save for the profiles of LSW, ACM and YKM which are set out in Section 5.1.2 of this Prospectus, the profiles of our other Directors are set out as follows:

(i) **Ahmad Tajudin bin Omar**
Independent Non-Executive Chairman

Ahmad Tajudin Bin Omar, a Malaysian male aged 65 is the Independent Non-Executive Chairman of our Group. He was appointed to our Board on 7 December 2023.

He graduated with a Degree of Bachelor of Economics with Honours in 1984 from University of Malaya, Malaysia and thereafter served in various divisions in the Malaysian Investment Development Authority (“MIDA”) for over 35 years. During his tenure, he served in various divisions and in local and foreign offices of MIDA, where he was responsible for identifying, promoting and attracting investments, assisting companies to implement projects as well as evaluating applications for manufacturing licenses, tax incentives and tax exemptions in Malaysia, amongst others.

He began his career with MIDA as an Economist in October 1984. In July 1990, he was transferred to the MIDA branch office in the state of Perlis as Director for a period of 5 years. In August 1995, he returned to the MIDA headquarters in Kuala Lumpur and stationed in the chemical industries division.

In November 1996, he joined the investment promotion division of MIDA. Thereafter, he took on international assignments and was primarily involved in the promotion of Malaysia as the premier investment destination to foreign investors. His experience with foreign investors spanned almost 12 years. He commenced his international secondment in December 2000 where he moved to the MIDA Branch office in Los Angeles, USA as the Deputy Director and later to the MIDA branch office in Seoul, Korea in January 2003, as the Director.

In January 2008, he returned to the MIDA headquarters in Kuala Lumpur and oversaw the investment from European countries to Malaysia. In May 2010, he was seconded again, this time to the MIDA branch office in Munich, Germany. He returned to the MIDA headquarters in Kuala Lumpur in July 2014 and took on the role as the Director of the life sciences and medical technology division. In August 2016, he was transferred to the domestic investment promotion division of MIDA, during which, he was involved in various investment promotion activities including seminars and forums as well as supporting and collaborating with other agencies in organising training programmes for officials of investment promotion agencies from developing countries in Africa and Asia. In December 2018, he was seconded to the MIDA branch office in Singapore and returned to Malaysia in November 2019 for his mandatory retirement.

He does not hold any directorship in any other public listed companies and/or private companies and does not have any other principal business activities performed outside our Group (including directorships) as at the LPD.

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

(ii) Teo Yeling
Independent Non-Executive Director

Teo Yeling, a Malaysian female age 41, is our Independent Non-Executive Director and was appointed to our Board as the Independent Non-Executive Director of our Group on 7 December 2023.

She graduated with a Bachelor of Business (Accountancy) from the Royal Melbourne Institute of Technology, Australia in December 2004. She was then admitted to full membership of CPA Australia as a Certified Practising Accountant in July 2009 and has been a member of the Malaysian Institute of Accountants (MIA) since March 2010. She currently holds a practicing certificate issued by MIA since July 2014. She has accumulated over 18 years of combined working experiences in the accounting and finance field.

In 2005, she began her career as an Audit Assistant with KPMG Malaysia and was then promoted to Senior Audit Associate in 2008. In July 2008, she undertook a short-term assignment with the Transaction Services Division under KPMG Financial Advisory Services of KPMG, where she was involved in pre-deal evaluations and specific audits for merger and acquisition exercises. In November 2008, she was seconded to Siddharta Siddharta and Widjaja which is a member firm of KPMG International for a period of four months, where she assisted in the Assurance Division, and was involved in various audit assignments for clients involved in the energy, natural resources and automotive industries.

She later returned to the Assurance Division of KPMG Malaysia and was promoted to Assistant Audit Manager. In January 2010, she was promoted to Audit Manager, where she was responsible for coordinating, overseeing and completing specific audit assignments. Her assignments during her tenure with KPMG Malaysia covered a wide range of industries including manufacturing, construction and property development, energy and natural resources, trading, services as well as investment holding. She had also been involved in multinational companies, public listed companies listed on the Main Market of Bursa Securities, audit assignments adopting the Generally Accepted Accounting Principles (U.S. GAAP) and verification of investment tax allowance.

She left KPMG Malaysia to join OK Yau & HowYong PLT as an Audit Manager in May 2010. During her stint with OK Yau & HowYong PLT, she was responsible for managing a portfolio of clientele, supervising audit and tax teams as well as overseeing audit assignments.

In March 2018, she joined i-Stone Solutions Sdn Bhd (currently known as AIMFLEX Solutions Sdn Bhd), a subsidiary of i-Stone Group Berhad (currently known as AIMFLEX Berhad) (“i-Stone”) as Finance Manager and took on the role of Head of Finance where she assisted i-Stone with its listing on the ACE Market of Bursa in July 2019. She was primarily responsible for the i-Stone group of companies’ overall financial and accounting functions including treasury, financial review, credit risk, cash flow management and financial planning. She left i-Stone group of companies in May 2021 and joined Vincent Teo & Associates PLT as a partner and compliance officer in December 2021.

Subsequently, she founded her own firm, Y Teo & Co in March 2022 which provides accounting and business advisory services.

She does not hold any directorship in any other public listed companies and/or private companies.

Please refer to Section 5.2.3 of this Prospectus for details of her principal business activities performed outside our Group (including directorships) as at the LPD.

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

(iii) Ilham Fadilah binti Sunhaji
Independent Non-Executive Director

Ilham Fadilah binti Sunhaji, a Malaysian female, aged 42, is our Independent Non-Executive Director. She was appointed to our Board as the Independent Non-Executive Director of our Group on 7 December 2023.

She completed her Bachelor of Arts majoring in International Studies (Global Security) and Political Science from the University of Wisconsin-Madison, United States of America in 2005 and later obtained her Masters of Business Administration in Strategic Management from the International Islamic University Malaysia in 2014. Currently, she is pursuing her Doctorate of Business Administration (DBA) at SEGI University, Malaysia.

She joined Accenture Malaysia in May 2006 as an Analyst, where she was promoted to Consultant in 2008 and subsequently to Manager in 2010. During her tenure with Accenture Malaysia, her day-to-day responsibilities consist of provision of proposals and solutions to clients and specialising in strategic planning, development and execution of organisation transformation plans, designing of high-level business operating models and contributing to the development of deployment strategies and an on-line knowledge repository system. She left Accenture in 2012.

In June 2012, she joined the Performance Management and Delivery Unit (“PEMANDU”), a unit set up in 2009 under the Prime Minister’s Department as Manager, National Key Economic Areas (NKEA) where she was attached to the Strategic Reform Initiative (SRI) Human Capital Development unit. Her responsibilities in PEMANDU were mainly centred on providing programme management support to the Government’s Economic Transformation Programme and her roles included conducting analysis to identify issues related to the NKEA/SRI and coordinating its implementation, formulate solutions and recommendations, provide project management and monitor implementation progress as well as design implementation plans for relevant agencies for execution.

She left PEMANDU and joined Pemandu Associates Sdn Bhd, a private consultancy firm established by the preceding PEMANDU management, as Senior Vice President in March 2017.

She left Pemandu Associates Sdn Bhd and joined Malaysia Petroleum Resources Corporation in February 2021 as the Head of Corporate Strategy and Research, a position which she currently holds.

In addition, she is a member of the Board of Trustees for the Women Leadership Foundation (“WLF”) since February 2021. The WLF focuses on promoting women leadership and gender diversity in business as well as increase women participation in Malaysia’s private and public sectors.

Presently, she is an Independent Non-Executive Director of Ocean Vantage Holdings Berhad and Econframe Berhad, which are listed on the ACE Market of Bursa Securities.

Please refer to Section 5.2.3 of this Prospectus for details of her principal business activities performed outside our Group (including directorships) as at the LPD.

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

(iv) Moo Eng Thing
Independent Non-Executive Director

Moo Eng Thing, a Malaysian female aged 40 is our Independent Non-Executive Director. She was appointed to our Board as the Independent Non-Executive Director of our Group on 7 December 2023.

She graduated with a Bachelor of Laws with Honours from University of London, United Kingdom in August 2006. She later obtained the Certificate in Legal Practice from the Legal Profession Qualifying Board Malaysia and commenced her pupillage with Azmi & Associates in December 2007.

She was admitted as an Advocate and Solicitor of the High Court of Malaya in October 2008 and as at the LPD, has over 13 years of experience in the Malaysian legal profession. She commenced her legal practice in Azmi & Associates in the Capital and Debt Market practice group as an associate.

In March 2012, she ceased to be a practicing lawyer and joined RHB Trustees Berhad as Assistant Vice President where she was primarily involved in Real Estate Investment Trusts (REIT) matters. Her responsibilities during her stint with RHB Trustees Berhad included her participation in various aspects of the business development and marketing activities of the company as well as administration of corporate trustee services such as attending to the administration, compliance and operational matters of REITs, unit trust funds, sinking funds, conducting due diligence exercises, identifying new business opportunities and expanding the company's clientele base through effective sales strategies and plans.

In July 2013, she left RHB Trustees Berhad and subsequently rejoined Azmi & Associates as Senior Associate in August 2013 to return to Malaysian legal practice, specialising in the Malaysian capital and debt market practice areas. She was subsequently promoted to a partner of Azmi & Associates in June 2015 and remains as a partner to date.

She presently does not hold any directorship in any public listed companies and/or private companies.

Please refer to Section 5.2.3 of this Prospectus for details of her principal business activities performed outside our Group (including directorships) as at the LPD.

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

5.2.3 Principal business activities and principal directorships of our Directors outside our Group

Save as disclosed below, none of our Directors has any other principal business activities performed outside our Group (including directorships) within the past 5 years up to the LPD:

(i) LSW

Company	Principal business activities as at the LPD	Involvement / Position held	Date of appointment	Date of resignation	Equity interest (%)
<u>Present Involvement</u>					
ALY	Activities of holding company ⁽¹⁾	Director / Shareholder	26 January 2006	-	34.00
Climan	Investment holding company	Director / Shareholder	9 November 2023	-	34.00
<u>Past Involvement</u>					
Great Eagle Technology Limited	Dissolved ⁽²⁾	Director / Shareholder	18 January 2010	16 September 2021	34.00

Notes:

(1) ALY was previously involved in trading and installation of electrical semiconductor equipment. On 30 June 2023, ALY changed its nature of business to activities of holding company i.e. holding of real properties.

(2) Great Eagle Technology Limited was dissolved and struck off the Register of Companies of the British Virgin Islands with effect from 16 September 2021. Prior to dissolution, Great Eagle Technology Limited was dormant and for the Financial Years Under Review and FPE 2023 up to the LPD, there were no transactions conducted between Great Eagle Technology Limited and our Group.

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

(ii) ACM

Company	Principal business activities as at the LPD	Involvement / Position held	Date of appointment	Date of resignation	Equity interest (%)
<u>Present Involvement</u>					
ALY	Activities of holding company ⁽¹⁾	Director / Shareholder	26 January 2006	-	33.00
Gembang Hijau Sdn Bhd	Planting, replanting, transplanting, thinning and conserving of forests and timber tracts; forest plantation	Shareholder	-	-	11.23 ⁽²⁾
Cotta Restaurant Sdn Bhd	Restaurants	Director / Shareholder	14 October 2022	-	20.00
Climan	Investment holding company	Director / Shareholder	9 November 2023	-	33.00
<u>Past Involvement</u>					
Great Eagle Technology Limited	Dissolved ⁽³⁾	Director / Shareholder	18 January 2010	16 September 2021	33.00

Notes:

- (1) ALY was previously involved in trading and installation of electrical semiconductor equipment. On 30 June 2023, ALY changed its nature of business to activities of holding company i.e. holding of real properties.
- (2) His shareholding in Gembang Hijau Sdn Bhd comprises of 207,231 ordinary shares and 417,769 preference shares.
- (3) Great Eagle Technology Limited was dissolved and struck off the Register of Companies of the British Virgin Islands with effect from 16 September 2021. Prior to dissolution, Great Eagle Technology Limited was dormant and for the Financial Years Under Review and FPE 2023 up to the LPD, there were no transactions conducted between Great Eagle Technology Limited and our Group.

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

(iii) YKM

Company	Principal business activities as at the LPD	Involvement / Position held	Date of appointment	Date of resignation	Equity interest (%)
<u>Present Involvement</u>					
ALY	Activities of holding company ⁽¹⁾	Director / Shareholder	26 January 2006	-	33.00
Climan	Investment holding company	Director / Shareholder	9 November 2023	-	33.00
<u>Past Involvement</u>					
Great Eagle Technology Limited	Dissolved ⁽²⁾	Director / Shareholder	18 January 2010	16 September 2021	33.00

Notes:

- (1) ALY was previously involved in trading and installation of electrical semiconductor equipment. On 30 June 2023, ALY changed its nature of business to activities of holding company i.e. holding of real properties.
- (2) Great Eagle Technology Limited was dissolved and struck off the Register of Companies of the British Virgin Islands with effect from 16 September 2021. Prior to dissolution, Great Eagle Technology Limited was dominant and for the Financial Years Under Review and FPE 2023 up to the LPD, there were no transactions conducted between Great Eagle Technology Limited and our Group.

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

(iv) Teo Yeling

Company	Principal business activities as at the LPD	Involvement / Position held	Date of appointment	Date of resignation	Equity interest (%)
<u>Present Involvement</u>					
Y Teo & Co	Outsourced accounting function, accounting and business advisory services	Partner	1 March 2022	-	100.00
Vincent Teo & Associates PLT	Accounting, bookkeeping and tax consultancy services	Partner / Compliance Officer	29 December 2021	-	95.00
<u>Past Involvement</u>					
Veka Plastics (Malaysia) Sdn Bhd	In the process of members' voluntary winding-up as at 31 March 2023 ⁽¹⁾	Director	14 November 2013	1 September 2018	-
Kuraray Malaysia Sdn Bhd	Commission agent	Director	1 June 2015	1 March 2017	-
Kheng Eng Corporation Sdn Bhd	Manufacturer, importer and exporter of all kinds of garments, to search for, get, work, recycle all sorts of fabric materials and textile of all kinds, to purchase or acquire for properties investment, land, factories, houses, buildings and other immovable properties of any tenure	Director	10 February 2014	11 March 2014	-

Note:

- (1) Prior to the members' voluntary winding-up, Veka Plastics (Malaysia) Sdn Bhd was engaged in the manufacturing, assembly and selling of plastic windows and door systems.

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

(v) **Ilham Fadilah binti Sunhaji**

Company	Principal business activities as at the LPD	Involvement / Position held	Date of appointment	Date of resignation	Equity interest (%)
<u>Present Involvement</u>					
Malaysia Petroleum Resources Corporation	Agency under the Ministry of Economy which provides recommendations and implements initiatives to advance Malaysia's oil and gas services and equipment (OGSE) industry	Head of Corporate Strategy and Research	15 February 2021	-	-
Econframe Berhad	Investment holding company. Its subsidiaries are involved in the provision of total door system solution, smart home and security system and trading and installation services of solar energy products and systems	Independent Non-Executive Director	11 February 2020	-	0.02
Ocean Vantage Holdings Berhad	Investment holding company. Its subsidiaries are involved in the provision of support services to oil and gas companies	Independent Non-Executive Director	1 April 2019	-	0.02
Neocap Sdn Bhd	Dormant ⁽¹⁾	Director/Sole shareholder	14 February 2020	-	100.00

Past Involvement

None

Note:

(1) Neocap Sdn Bhd has not commenced any activities since its incorporation.

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

(vi) Moo Eng Thing

Company	Principal business activities as at the LPD	Involvement / Position held	Date of appointment	Date of resignation	Equity interest (%)
<u>Present Involvement</u>					
Azmi & Associates	Legal firm	Partner	1 June 2015	-	-
<u>Past Involvement</u>					
None	-	-	-	-	-

As at the LPD, none of our Directors and/or substantial shareholders has any interest, direct and indirect, in other businesses or corporations which may give rise to any conflict of interest situation with our Group.

Our Executive Directors are not actively involved in any other principal business activities outside our Group as stated above. Hence, our Board is of the view that this will not affect their ability to perform their commitment and responsibilities as well as their contribution to our Group in their role as our Executive Directors.

Our Non-Executive Directors' involvement in other principal business activities outside our Group as stated above will not affect their ability to perform their commitment and responsibilities as well as their contribution to our Group in their respective roles as our Non-Executive Directors.

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

5.2.4 Remuneration of Directors

The aggregate remuneration and material benefits-in-kind (including any contingent or deferred remuneration accrued for the year) paid and proposed to be paid to our Directors for services rendered or to be rendered to us in all capacities to our Group for FYE 2023 and FYE 2024 are as follows:

	Salaries (RM'000)	Directors' Fees (RM'000)	Bonus (RM'000)	EPF and SOCSO (RM'000)	Allowances (RM'000)	Benefits-in-kind (RM'000)	Total (RM'000)
FYE 2023 (Paid)							
Ahmad Tajudin bin Omar	-	6	-	-	-	-	6
LSW	424	-	46	52	6	16	543
ACM	403	-	44	50	6	16	518
YKM	403	-	44	50	6	13	516
Teo Yeling	-	3	-	-	-	-	3
Ilham Fadilah binti Sunhaji	-	3	-	-	-	-	3
Moo Eng Thing	-	3	-	-	-	-	3
FYE 2024 (Proposed)							
Ahmad Tajudin bin Omar	-	90	-	-	(1)	-	90
LSW	630	-	131	145	-	16	922
ACM	600	-	125	138	-	16	879
YKM	600	-	125	138	-	16	879
Teo Yeling	-	48	-	-	(1)	-	48
Ilham Fadilah binti Sunhaji	-	48	-	-	(1)	-	48
Moo Eng Thing	-	48	-	-	(1)	-	48

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

Notes:

- (1) Meeting allowance is RM500 per meeting.

The remuneration of our Directors, which includes Directors' fees, bonus and such other allowances as well as other benefits-in-kind, must be considered and recommended by our Remuneration Committee and subsequently be approved by our Board. Our Directors' fees and any benefits payable to Directors shall be subject to further approval by our shareholders pursuant to an ordinary resolution passed at a general meeting in accordance with our Constitution.

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5. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (*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. Our Board believes that our current Board composition provides an appropriate balance in terms of skills, knowledge and experience to promote the interest of all shareholders and to govern our Group effectively.

Our Company has adopted the recommendations under the Malaysian Code on Corporate Governance (“MCCG”) that at least half of the Board comprises Independent Non-Executive Directors, that our chairperson of the Board should not be a member of our Audit and Risk Management Committee, Nomination Committee or Remuneration Committee, to have at least 30% women directors on our Board and the positions of our chairperson, who is responsible for leading our Board in its collective oversight of management, and our Group Managing Director, who focuses on the business and day-to-day operations of our Group, are held by different individuals.

The details of the members of our Board and the details of the date of expiration of the current term of office for each of our Directors and the period that each of our Directors has served in that office as at the LPD are as follows:

Director	Designation	Date of appointment	Date of expiration of the current term of office	Duration in office
Ahmad Tajudin bin Omar	Independent Non-Executive Chairman	7 December 2023	Subject to retirement by rotation at our first AGM	Less than 1 year
LSW	Non-Independent Executive Director / Group Managing Director	9 August 2023	Subject to retirement by rotation at our first AGM	Less than 1 year
ACM	Non-Independent Executive Director	9 August 2023	Subject to retirement by rotation at our first AGM	Less than 1 year
YKM	Non-Independent Executive Director	9 August 2023	Subject to retirement by rotation at our first AGM	Less than 1 year
Teo Yeling	Independent Non-Executive Director	7 December 2023	Subject to retirement by rotation at our first AGM	Less than 1 year
Ilham Fadilah binti Sunhaji	Independent Non-Executive Director	7 December 2023	Subject to retirement by rotation at our first AGM	Less than 1 year
Moo Eng Thing	Independent Non-Executive Director	7 December 2023	Subject to retirement by rotation at our first AGM	Less than 1 year

Pursuant to our Constitution, all our Directors including Managing Director shall retire from office at the conclusion of the first annual general meeting and an election of Directors shall take place each year at the annual general meeting in every subsequent year where at least one-third (1/3) of the Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office and be eligible for re-election. Accordingly, all our Directors shall retire from office at least once in every three (3) years but shall be eligible for re-election. A Director retiring at a meeting shall retain office until the close of the meeting.

Our Directors to retire in each year shall be those who have been longest in office since their last election or appointment but as between persons who became or were last re-elected Directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot.

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

Our Directors shall have power at any time and from time to time, to appoint any person(s), subject to recommendation by the Nomination Committee and the approval by the Board, to be a Director, either to fill a casual vacancy or as an additional Director to the existing Board. Any Director so appointed shall hold office only until the next annual general meeting of the Company and shall then be eligible for re-election but shall not be taken into account in determining the number of Directors who are to retire by rotation at such meeting.

Our Board has adopted the following responsibilities for effective discharge of our functions:

- (i) To provide leadership and oversee the overall conduct of the Group's businesses to ensure that the businesses are being properly managed;
- (ii) To set, review and adopt strategic plans, values and standards for the Group and to ensure that such strategic plans and the risk, performance and sustainability thereon are effectively integrated and appropriately balanced;
- (iii) To review and adopt corporate governance best practices in relation to risk management, legal and compliance management and internal control systems to safeguard the Group's reputation, and the employees and assets and to ensure compliance with applicable laws and regulations;
- (iv) To ensure that the Company has effective Board committees as required by the applicable laws, regulations, rules, directives and guidelines and as recommended by MCCG;
- (v) To review and approve the annual business plans, financial statements and annual reports;
- (vi) To supervise and assess management performance to determine whether the business is being properly managed;
- (vii) To monitor the relationship between the Group and the management, shareholders and stakeholders, and to develop and implement an investor relations programme or shareholders' communications policy for the Group;
- (viii) To ensure that senior management has the necessary skills and experience, and there are measures in place to provide for the orderly succession of board and senior management;
- (ix) To ensure the integrity of the company's financial and non-financial reporting;
- (x) To appoint the Board committees, to delegate powers to such committees, to review the composition, performance and effectiveness of such committees, and to review the reports prepared by the Board committees and deliberate on the recommendations thereon; and
- (xi) To ensure the company's sustainability strategies, priorities and targets as well as performance against these targets are communicated to its internal and external stakeholders;

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

Our Board will also direct and supervise the Key Senior Management, the business and affairs of our Group including, in particular:

- (i) Strategic planning: Approving the Group's strategy, objectives, associated performance indicators and targets and approving any subsequent material variations;
- (ii) Business planning: Approving, adopting and monitoring the business plan including operating budgets, capital budgets, performance indicators and major projects including corporate restructures/reorganisation, major capital expenditure, capital management, acquisitions and divestitures and any significant initiatives or opportunities;
- (iii) Funding: Contributing to and approving a strategy for the Group funding, including funding targets, timelines and avenues and appropriately involving itself in liaison and communication with potential sources of funding;
- (iv) Change management: Overseeing the Group's capacity to identify and respond to changes in its economic and operating environments;
- (v) Stakeholder liaison: Appropriately involving itself in liaison and communication with key stakeholders; and
- (vi) Performance monitoring: Overseeing the conduct and performance of the Group to ensure they are being properly and appropriately managed. To discharge this duty the Board will give specific and regular attention to:
 - a) monitor performance against the strategic and business plans;
 - b) monitor performance against peer and competitor companies; and
 - c) enquire and follow up on areas of poor performance and their cause.

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

5.3.2 Audit and Risk Management Committee

Our Audit and Risk Management Committee was established by our Board on 17 January 2024 and currently comprises the following members, of which all of them are Independent Non-Executive Directors:

Name	Designation	Directorship
Teo Yeling	Chairman	Independent Non-Executive Director
Ilham Fadilah binti Sunhaji	Member	Independent Non-Executive Director
Moo Eng Thing	Member	Independent Non-Executive Director

The terms of reference of our Audit and Risk Management Committee, amongst others, include the following:

- (i) To review the engagement, compensation, performance, qualification, and independence of our external auditors, its conduct of the annual statutory audit of our financial statements, and the engagement and fees of external auditors for audit and all other services;
- (ii) The criteria to guide decisions on the appointment and re-appointment of the external auditor should also consider the information presented in the annual transparency report of the audit firm. If the audit firm is not required to issue an annual transparency report, the audit committee is encouraged to 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;
- (iii) To review and recommend our quarterly and annual financial statements for approval by our board before announcement to regulatory bodies, focusing in particular on any changes in or implementation of major accounting policies and practices, significant and unusual events, significant adjustments arising from our audit, matters that may have an effect on the financial or audit of the company, going concern assumption and compliance with accounting standards and other regulatory or legal requirements;
- (iv) To conduct periodic review of the involvements of the managing director and executive directors in the companies outside of our group, in which they have executive functions to ensure that it does not affect their role and responsibilities within our group;
- (v) To review and monitor any related party transaction/business dealings entered into by our group and any conflict-of-interest situation or potential conflict-of-interest situation that may arise within our group to ensure that they are conducted on arms' length basis and based on terms that are fair to our group;
- (vi) To oversee and recommend the risk management policies and procedures of our group;
- (vii) To review and recommend changes as needed to ensure that our group has in place at all times a risk management policy which address the strategies, operational, financial and compliance risk;
- (viii) To implement and maintain a sound risk management framework which identifies, assesses, manages and monitors our group's business risks;
- (ix) To set reporting guidelines for our management to report to the committee on the effectiveness of our group's management of its business risks;

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

- (x) To review the risk profile of our group and to evaluate the measure taken to mitigate the business risks;
- (xi) To review the adequacy of management's response to issues identified to risk registers, ensuring that our risks are managed within our group's risk appetite;
- (xii) To perform the oversight function over the administration of whistleblowing policy that is approved and adopted by the board and to protect the values of transparency, integrity, impartiality and accountability where the group conducts its business and affairs;
- (xiii) To enhance its accountability in preserving its integrity and to withstand public scrutiny which in turn enhances and builds the group's credibility to all our stakeholders;
- (xiv) To consider the major findings of internal investigations and management's response;
- (xv) To perform such other functions as may be requested by our board; and
- (xvi) All members of the Audit and Risk Management Committee shall undertake continuous professional development or training programme to keep themselves abreast of relevant developments in accounting and auditing standards, practices, and rules.

5.3.3 Nomination Committee

Our Nomination Committee was established by our Board on 17 January 2024 and currently comprises the following members, of which all of them are Independent Non-Executive Directors:

Name	Designation	Directorship
Moo Eng Thing	Chairman	Independent Non-Executive Director
Ilham Fadilah binti Sunhaji	Member	Independent Non-Executive Director
Teo Yeling	Member	Independent Non-Executive Director

The terms of reference of our Nomination Committee, amongst others, include the following functions:

- (i) Recommend to our Board, candidates for all directorships and the protocol for accepting new directorships. In making the recommendations, the committee should also consider candidates proposed by the Managing Director, Executive Director, and within the bounds of practicability, by any other senior executive, Director, or shareholder. The Nomination Committee shall also utilise independent sources to identify suitably qualified candidates. If the selection of candidates for directors was based on recommendations made by existing directors, management, or major shareholders, the Nominating Committee should explain why these source(s) suffice and other sources were not used;
- (ii) Make recommendations to our Board for the appointment of the Chairman, Managing Director, Executive Director, and Independent Director, including an assessment of the time commitment expected and recognising the need for availability in the event of crises;
- (iii) Develop, maintain, and review the criteria to be used in the recruitment process and annual assessment of our Directors in accordance with the Fit and Proper policy and Gender Diversity Policy. The nomination and the election process should be disclosed in the annual report of our Company;
- (iv) Review our Board's succession plans;

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

- (v) Review the tenure of Independent Directors who are about to exceed a cumulative term of nine (9) years. If the Board determines the necessity of retaining an Independent Director beyond nine years, it must furnish justification and seek annual shareholders' approval through a two-tier voting process as guided by the MCCG;
- (vi) Assess annually the independence of its Independent Directors. This activity shall be disclosed in the annual report of our Company and in any notice of a general meeting for the appointment and re-appointment of Independent Directors;
- (vii) Review, at least once a year, its own performance, constitution, and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to our Board for approval;
- (viii) Recommend to our Board, Directors to fill the seats on Board Committees;
- (ix) Review annually the required mix of skills, experience, gender, and other qualities of our Board, including core competencies that Non-Executive Directors should bring to our Board. This activity shall be disclosed in the annual report of our Company;
- (x) Ensure that the composition of the board is refreshed periodically and assess annually the effectiveness and performance of our Board as a whole, the committees of our Board, and the contribution of each individual Director including his tenure, time commitment, character, experience, and integrity vide a formal and objective assessment. All assessments and evaluations carried out by the committee in the discharge of all its functions shall be properly documented and disclosed to the annual report of our Company;
- (xi) Assess the training needs of each director, review the fulfilment of such training, and disclose details in the annual report as appropriate;
- (xii) Consider the size of our Board with a view to determine the impact of the number upon our Board's effectiveness and recommend it to our Board;
- (xiii) Consider and recommend the Directors for re-election/ re-appointment at each AGM of our Company;
- (xiv) Assess annually the term of office and performance of the Audit and Risk Management Committee and each of its members to determine whether the Audit and Risk Management Committee and its members have carried out their duties in accordance with their terms of reference; and
- (xv) Review the appointment, evaluation, promotion, and acceptance of resignation for key senior management positions. These positions include the Chief Operating Officer, Chief Financial Officer, Chief Human Resources Officer, Chief Strategy and Innovation Officer, Chief Research and Development Officer, Chief Operations Services Officer, Group Secretary, Group General Counsel, Chief Integrity and Assurance Officer, Chief Sustainability Officer and other key senior management to be determined by the Board. This also applies to positions with similar scopes of function. Ensure the appointments of key senior management positions are based on objective criteria, merit, and with due regard for diversity in skills, experience, age, cultural background, and gender.

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

5.3.4 Remuneration Committee

Our Remuneration Committee was established by our Board on 17 January 2024 and currently comprises the following members, of which all of them are Independent Non-Executive Directors:

Name	Designation	Directorship
Ilham Fadilah binti Sunhaji	Chairman	Independent Non-Executive Director
Moo Eng Thing	Member	Independent Non-Executive Director
Teo Yeling	Member	Independent Non-Executive Director

The terms of reference of our Remuneration Committee, amongst others, include the following:

- (i) Recommend to our Board the appropriate remuneration packages for the Managing Director, Executive Directors, and Non-Executive Directors in all forms;
- (ii) Assist our Board in developing and administering a fair and transparent procedure for setting policy on the remuneration of directors and key management personnel;
- (iii) Review the remuneration package for the Non-Executive Directors and the committees to be aligned with their responsibilities and contribution;
- (iv) Review at least once a year the performance of the Managing Director and Executive Directors and recommend to our Board specific adjustments in remuneration and/or reward payments, if any, reflecting their contributions for the year;
- (v) Ensure that the remuneration packages are determined on the basis of directors' merit, qualification, competence, experience, role and responsibility required, having regard to the Company's operating results, individual performance, and comparable market statistics;
- (vi) Ensure that the level of remuneration is aligned with the business strategy and long-term objectives of the Company and reflects the experience and level of responsibilities undertaken by the Directors;
- (vii) Review the fees of the Directors and benefits payable to directors including any compensation for loss of employment of director or former director and recommend to our Board and thereafter to be approved at a general meeting;
- (viii) Recommend the engagement of external professional advisors to assist and/or advise the Committee on remuneration matters, where necessary; and
- (ix) Review the policies and procedures periodically i.e., at least once every three years.

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

5.4 KEY SENIOR MANAGEMENT

5.4.1 Particulars and shareholdings

The following table sets out the particulars and shareholdings of our Key Senior Management before and after our IPO:

Key Senior Management	Designation	Nationality	After the Acquisitions, Share Transfer and before our IPO				After our IPO			
			Direct		Indirect		Direct		Indirect	
			No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(3)%	No. of Shares	(3)%
LSW	Group Managing Director	Malaysian	86,352,600	11.75	(2)476,078,900	64.78	51,722,600	5.98	(2)476,078,900	55.00
ACM	Executive Director	Malaysian	83,533,700	11.37	(2)476,078,900	64.78	48,903,700	5.65	(2)476,078,900	55.00
YKM	Executive Director	Malaysian	83,533,700	11.37	(2)476,078,900	64.78	48,903,700	5.65	(2)476,078,900	55.00
KWY	Vice President of Sales	Malaysian	5,393,800	0.73	-	-	(4)6,513,800	0.75	-	-
Tan Chun Hau	General Manager of Technical Support	Malaysian	-	-	-	-	(4)725,000	0.08	-	-
Lyn Meng Keong	General Manager	Malaysian	-	-	-	-	(4)625,000	0.07	-	-
Khor Seng Chee	Financial Controller	Malaysian	-	-	-	-	(4)250,000	0.03	-	-

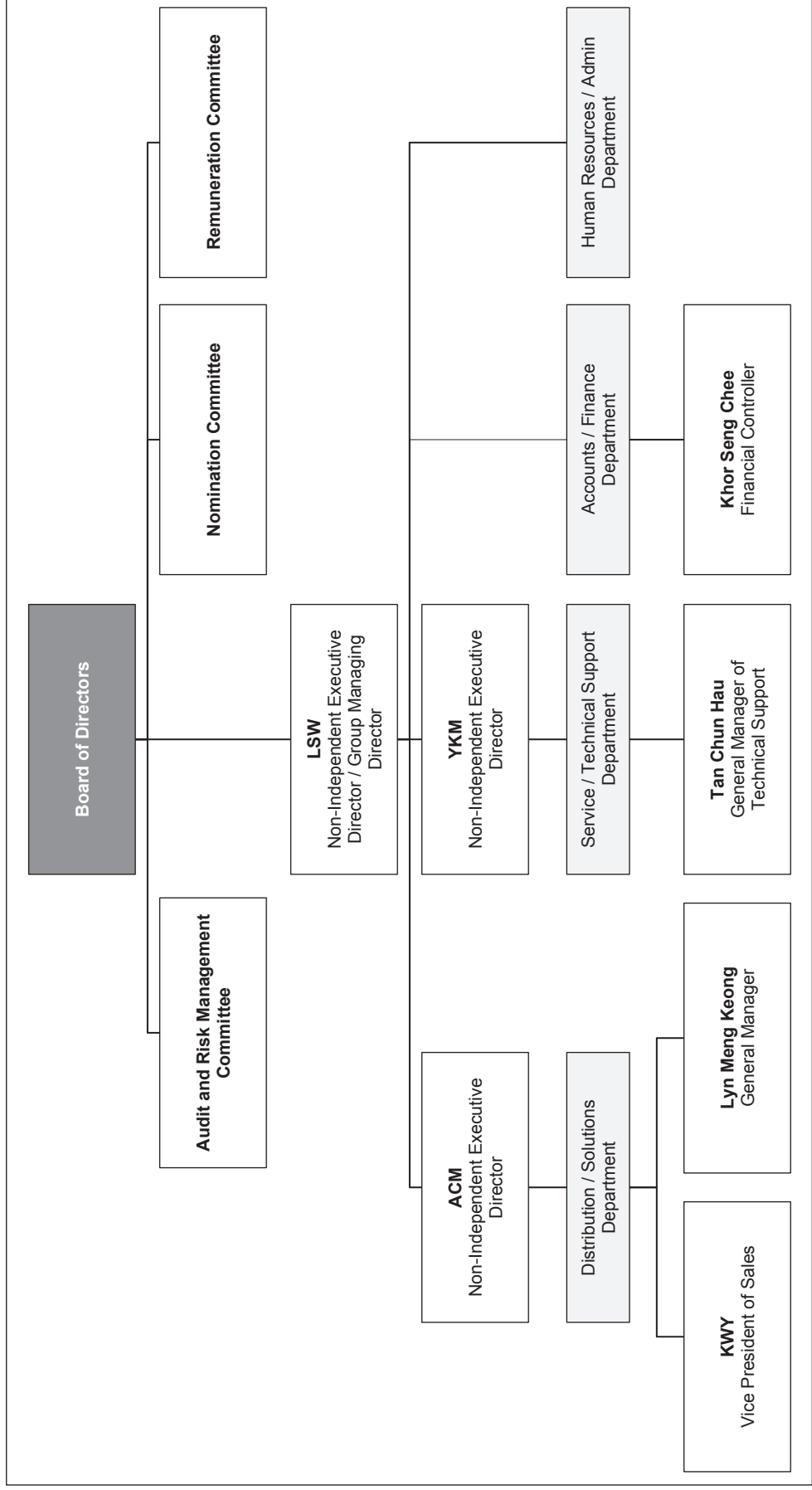
Notes:

- (1) Based on our issued Shares of 734,892,700 Shares after the Acquisitions and before our IPO.
- (2) Deemed interested by virtue of Section 8(4) of the Act, through his shareholding in Climan.
- (3) Based on our enlarged issued Shares of 865,598,000 Shares after our IPO.
- (4) Based on the assumption that the Key Senior Management subscribe in full for their entitlements to the Pink Form Shares.

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

5.4.2 Management reporting structure

The management reporting structure of our Group is as follows:



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

5.4.3 Profiles of our Key Senior Management

The profiles of LSW, ACM and YKM are set out in Section 5.1.2 of this Prospectus and the profiles of our other Key Senior Management are as follows:

(i) **KWY**
Vice President of Sales

KWY, a male Malaysian aged 47, is the Vice President of Sales of our Group. He has 23 years of experience in the electronics field and is responsible for overseeing our Group's sales operations in Malaysia, focusing on the electronics industry. He obtained a Bachelor of Engineering in Mechanical & Materials Engineering with Honours from National University of Malaysia (UKM) in July 2000.

He joined Crest Systems as a Sales Engineer in January 2001 where he was tasked with the sales of equipment and client management and was promoted to Senior Sales Engineer in January 2003. He took on the role of Assistant Sales Manager in June 2004 where he was assigned to manage the sales team in Kuala Lumpur and his responsibilities include providing support to other offices relating to technical knowledge of products and was also involved in training other sales personnel.

He was promoted to Sales Manager in January 2005 and to Senior Sales Manager in January 2010. During this period, he was involved in the expansion of Crest Systems' business and supported sales activities for the electronics market in Malaysia, the PRC and Thailand. In addition, he became a shareholder of Crest Nanosolutions in November 2008 and was also appointed as director.

In January 2011, he was promoted to Senior Regional Sales Manager whereby he was assigned a new role to manage the sales of key customers' accounts within the electronics industry for Malaysia and Thailand.

In January 2013, he was promoted to General Manager of Sales and was given additional responsibility in Crest Nanosolutions to lead the sales team responsible for government tenders in Malaysia with a focus in the academic and research sector. He also led the team in handling key customers' accounts within the electronics industry in Malaysia and Thailand.

In January 2022, he was appointed as the Vice President of Sales and holds the position to this day.

(ii) **Tan Chun Hau**
General Manager of Technical Support

Tan Chun Hau, a Malaysian male aged 43, is the General Manager of Technical Support of our Group. He obtained a Bachelor of Engineering in Electrical & Electronic Engineering with Honours from the University of Hertfordshire, United Kingdom in August 2003 via a twinning programme with INTI International University (formerly known as INTI College Malaysia). He accumulated over 19 years of working experience in the equipment and sales industry.

In February 2004, he began his career with Crest Systems as Technical Support Engineer where he was responsible for the installation, troubleshooting and problem-solving with any issues pertaining to customers' equipment in both production and laboratory settings.

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

In January 2007, he was promoted to Senior Technical Support Engineer and was transferred to Crest Suzhou where his responsibilities expanded to include hiring and training of technical support engineers, overseeing the installed base, enhancing technical and customer service skills within the team members in Crest Suzhou and aligning service revenue growth with the company's targets.

He was transferred to Crest Thailand in November 2009 as Assistant Technical Support Manager to establish and lead the technical support division of Crest Thailand and was subsequently promoted to Technical Support Manager in January 2014 and Senior Technical Support Manager in January 2017. During his tenure working in Thailand, he was given the responsibility to provide training to the team members in Crest Thailand in relation to technical support and customer service skills and formed a team of technical support staff. He was also tasked to expand the technical support revenue and customer base in Thailand.

In January 2022, he was promoted to his current position of General Manager of Technical Support and returned to Malaysia to work in Crest Systems where he has been responsible since, for the overall performance of after-sales services for the Group, conduct of surveys in relation to customer experience and implementation of standardising processes and standard operating procedures and general improvement within the service division of the Group.

(iii) Lyn Meng Keong
General Manager

Lyn Meng Keong, a Malaysian male aged 53, is the General Manager of our Group. He obtained his International Diploma in Computer Studies from The National Center for Information Technology, United Kingdom in March 1994 and has over 30 years of working experience in the equipment and sales industry.

He began his career with Shriro (Malaysia) Sdn Bhd and held the position of Marketing Representative in the Instruments Division in April 1993, where he was responsible for the sales and marketing of life sciences optical instruments i.e. biological microscope. He left Shriro (Malaysia) Sdn Bhd in August 1995 and joined Hagermeyer Marketing Services Sdn Bhd as a Sales Executive, where he was responsible for the sales of remote visual inspection equipment.

In April 1997, he joined Matrix Optics as a Sales Engineer. In January 1999, he was promoted to the role of Area Manager in the sales and marketing division and in January 2003, he was promoted to the role of Division Manager where he led a team of sales engineers.

Throughout his employment in Matrix Optics, his responsibilities included managing the sales team, formulating market plans and strategies, managing tender submission processes as well as designing and implementing a customized Customer Relationship Management system for Matrix Optics, which helped streamline the company's operations and improved customer interactions. In addition, he was appointed as Director of Matrix Innovations in January 2002 and subsequently resigned on 22 November 2017.

In January 2014, he was promoted to General Manager in Matrix Optics, a position which he currently holds. He is primarily responsible for executing marketing strategies and business development programmes for the non-electronics market segment.

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

(iv) **Khor Seng Chee** *Financial Controller*

Khor Seng Chee, a Malaysian male aged 52, is the Financial Controller of our Group. He accumulated over 22 years of professional working experience in the fields of auditing, accounting and finance and as Financial Controller of our Group, he heads our Group's finance department and is responsible for our Group's overall financial and accounting functions which include financial review, financial planning and cash flow management.

He graduated with a Diploma in Commerce (Financial Accounting) from Tunku Abdul Rahman College of Kuala Lumpur, Malaysia in July 1996. He was admitted as a member of the Association of Chartered Certified Accountants ("**ACCA**") in January 2003 and has been a member of the Malaysian Institute of Accountants (MIA) as a Chartered Accountant since November 2004. Subsequently, he was admitted as a Fellow of the ACCA in January 2008 (FCCA).

He joined Deloitte KassimChan (currently known as Deloitte Malaysia) in the audit division in August 2000 and was promoted to Assistant Manager in July 2005 and left in September 2005. During his tenure with Deloitte, he was involved in various audit assignments comprising clients engaging in manufacturing, investment holding, management services, engineering, stock broking, construction and trading. His responsibilities included review of internal controls, tests of transactions and balances, drafting of reports and financial statements. He was also involved in internal training programs and participated in due diligence reviews and profit forecast.

In November 2005, he joined Ascot Sports Sdn Bhd as Finance Manager and later left in November 2006 to join AsiaPacific Advisory Services Sdn Bhd as Group Finance Manager. He later left AsiaPacific Advisory Services Sdn Bhd to join Richemont Luxury (Malaysia) Sdn Bhd in December 2010 as Finance Manager.

In August 2011, he joined OSK Investment Bank Berhad ("**OSK**") (currently known as RHB Investment Bank Berhad ("**RHB**")) as Vice President - Group Finance and Accounts, where he was involved in the group consolidation reporting and quarterly reporting to BNM. In April 2013, OSK and RHB officially merged and as a result of the streamlining of designations within the merged organisation, he was subsequently redesignated to Assistant Vice President. In August 2014, he left RHB and joined Themed Attractions and Resorts Sdn Bhd which is a subsidiary of the sovereign wealth fund of the Malaysia Government, as Vice President of Finance.

In September 2015, he left his employment with Themed Attractions and Resorts Sdn Bhd and joined Averis Sdn Bhd, a Multimedia Super Corridor status company, as Finance Manager where he was responsible for the daily finance operations. In October 2018, his employment was transferred from Averis Sdn Bhd to APRIL Far East (Malaysia) Sdn Bhd. Subsequently, he joined Ageson Kensetsu Sdn Bhd in October 2021 as Senior Finance Manager and left in October 2022 to join Golden Horse Digital Investment Bank Ltd as Chief Financial Officer, where his responsibilities included review of reporting to the Labuan Financial Services Authority and liaison with investors and bankers. In February 2023, he joined Crest Systems and assumed his current position.

Save for Khor Seng Chee (the Financial Controller of our Group), the Key Senior Management is also the key technical personnel of our Group.

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

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

Save for the involvement of LSW, ACM and YKM which are detailed in Section 5.2.3 of this Prospectus and as disclosed below, none of our Key Senior Management has any other principal business activities performed outside our Group (including directorships) within the past 5 years up to the LPD:

(i) Lyn Meng Keong

Company	Principal business activities as at the LPD	Involvement / Position held	Date of appointment	Date of resignation	Equity interest (%)
<u>Present Involvement</u>					
None	-	-	-	-	-
<u>Past Involvement</u>					
V-Tech Instruments Sdn Bhd	Trading of machinery tools, measuring equipment and cutting tools	Director	20 February 2013	8 August 2019	-

As at the LPD, none of our Key Senior Management has any interest, direct and indirect, in other businesses or corporations which may give rise to any conflict of interest situation with our Group.

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

5.4.5 Remuneration of Key Senior Management

Save for LSW, ACM and YKM whose remuneration and material benefits-in-kind are disclosed in Section 5.2.4 of this Prospectus, the aggregate remuneration and material benefits in-kind (including any contingent or deferred remuneration accrued for the year) paid and proposed to be paid to our Key Senior Management for services rendered or to be rendered in all capacities to our Group for the FYE 2023 and FYE 2024 are as follows:

	Remuneration Band	
	FYE 2023 (Paid)	FYE 2024* (Proposed)
Key Senior Management	RM'000	RM'000
KWY	550 – 600	400 – 450
Tan Chun Hau	250 – 300	250 – 300
Lyn Meng Keong	300 – 350	300 – 350
Khor Seng Chee	150 – 200	200 – 250

Note:

* Does not include FYE 2024 sales commissions, if any. Such sales commissions will be determined later depending on the performance of the respective Key Senior Management.

There are no material benefit-in-kind (including any contingent or deferred compensation accrued for the year) paid and proposed to be paid to our Key Senior Management for their services rendered in all capacities within our Group for the FYE 2023 and FYE 2024.

5.5 DECLARATION BY OUR PROMOTERS, DIRECTORS, AND KEY SENIOR MANAGEMENT

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

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

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

- (vii) subject to any current investigation or disciplinary proceeding, or in the last 10 years, has been reprimanded or issued any warning by any regulatory authority, securities or derivatives exchange, professional body or government agency; and
- (viii) any unsatisfied judgment against him/her.

5.6 FAMILY RELATIONSHIPS AND ASSOCIATIONS

There are no family relationships or associations between our Promoters, substantial shareholders, Directors and Key Senior Management.

5.7 EXISTING OR PROPOSED SERVICE AGREEMENT

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

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