

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

5.1 PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

5.1.1 Shareholdings of Promoters and Substantial Shareholders

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

	Nationality/ Country of Incorporation	(1) Before our IPO		(2) After the IPO					
		Direct		Direct		Indirect			
		No. of Shares	%	No. of Shares	%	No. of Shares	%		
<u>Promoters and Substantial Shareholders</u>									
Koh Dim Kuan	Malaysian	161,009,000	29.82	-	-	28,009,000	4.31	260,000,000	(3) 40.00
Lee Chee Hoo	Malaysian	262,211,000	48.56	-	-	129,211,000	19.88	260,000,000	(3) 40.00
<u>Substantial Shareholders</u>									
MTDC (4)	Malaysia	65,960,000	12.21	-	-	32,460,000	4.99	-	-
Low Chee Onn (4)	Malaysian	36,820,000	6.82	-	-	31,320,000	4.82	-	-
R3 Capital	Malaysia	-	-	-	-	260,000,000	40.00	-	-
Khazanah (4)	Malaysia	-	-	65,960,000	(5) 12.21	-	-	32,460,000	(5) 4.99

Notes:-

- (1) Based on the issued share capital of 540,000,000 Shares before the IPO.
- (2) Based on the enlarged issued share capital of 650,000,000 Shares after the IPO.
- (3) Deemed interested by virtue of their respective shareholdings in R3 Capital pursuant to Section 8(4) of the Act.
- (4) They will cease to be substantial shareholders of the Company after the IPO.
- (5) Deemed interested by virtue of its shareholdings in MTDC pursuant to Section 8(4) of the Act.

Our Promoters and substantial shareholders have the same voting rights as other shareholders of our Company and there is no arrangement with any third parties which may result in a change in control of our Company.

Save as disclosed above, we are not aware of any other person who can, directly or indirectly, joint or severally, exercise control over our Company.

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

5.1.2 Changes in Promoters' and Substantial Shareholders' Shareholdings

Save as disclosed below, there have been no other changes in the shareholdings of our Promoters and substantial shareholders in our Company since our incorporation on 5 April 2021 up to the LPD:-

	(1) As at 5 April 2021		(2) After the Acquisitions		(3) As at the LPD			
	Indirect		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Promoters and Substantial Shareholders								
Lee Chee Hoo	-	-	161,009,000	29.82	-	-	161,009,000	29.82
Koh Dim Kuan	-	-	262,211,000	48.56	-	-	262,211,000	48.56
Substantial Shareholders								
MTDC ⁽⁴⁾	-	-	65,960,000	12.21	-	-	65,960,000	12.21
Low Chee Onn ⁽⁴⁾	-	-	36,820,000	6.82	-	-	36,820,000	6.82
Khazanah ⁽⁴⁾	-	-	-	-	65,960,000 ⁽⁵⁾	12.21	-	65,960,000 ⁽⁵⁾
Matthew Ng Hau Keat ⁽⁶⁾	1	50.00	-	-	-	-	-	-
Saw Siew Kim ⁽⁶⁾	1	50.00	-	-	-	-	-	-

Notes:-

- (1) Based on the issued share capital of 2 Shares as at 5 April 2021, being the incorporation date of our Company.
- (2) Based on the issued share capital of 540,000,000 Shares after the Acquisitions and the transfer of 2 subscribers' shares to Lee Chee Hoo.
- (3) Based on the issued share capital of 540,000,000 Shares before the IPO.
- (4) They will cease to be substantial shareholders of the Company after the IPO.
- (5) Deemed interested by virtue of its shareholdings in MTDC pursuant to Section 8(4) of the Act.
- (6) Ceased to be shareholders of the Company after the Acquisitions.

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

5.1.3 Profiles of our Promoters and Substantial Shareholders

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

- (a) **Koh Dim Kuan**, a Malaysian aged 43, is our Promoter, substantial shareholder and Executive Director/CEO. He was appointed to our Board on 8 February 2024. He is responsible for the business strategy, development, management and the overall operations of our Group.

He graduated with a Diploma in Technology (Electronic Engineering) and an Advanced Diploma in Technology (Electronic Engineering) from Tunku Abdul Rahman College in 2002 and 2004 respectively. He subsequently obtained a Bachelor in Electronics Systems Engineering from Sheffield Hallam University, United Kingdom in 2004.

He started his engineering career as a Graduate Trainee with Intel Microelectronics (M) Sdn Bhd in November 2004. He was promoted to Validation Design (Senior) in February 2005 where he was involved with post-silicon validation, product validation test plans and strategies, new product validation, managing project resources and providing technical debug support. He left the company in November 2008 to join Sophic Design as the Operation Manager and subsequently became a partner in October 2009. He was mainly responsible for overseeing the business operation as well as coordinating the overall training and consultancy works for Sophic Design. Sophic Design, a partnership formerly set up by Lee Chee Hoo, ceased its operation and transferred all of its businesses to SDTC Innovation Center Sdn Bhd (*now known as System Innotech Integration Experts Sdn Bhd*) ("**SIIE**") and the partnership subsequently expired in February 2011.

In May 2009, he co-founded SIIE to undertake engineering and technical training, design and consultancy services. During his tenure at SIIE, he co-ordinated an industrial automation training development course, which included an advanced programmable logic controller module, microcontroller application design, servo controller training kit, and sensor and data acquisition integration. In addition, he also managed the semiconductor tests and measurement lab in the Selangor Human Resource Development Centre to support requests from industrial engineers, conduct training and prototype product test and measurement services. In May 2015, he resigned as a director and ceased to be a shareholder of SIIE to focus on the business of our Group. SIIE had since been dissolved in July 2023.

Leveraging on his experience and expertise in control system design and engineering as well as his network of customers in the industry, he joined Sophic Automation in June 2011 and assumed the role of Chief Operations Officer to oversee the overall operations, marketing and business development activities. He was redesignated as our CEO in June 2020. In November 2011, he co-founded Sophic MSC with Lee Chee Hoo to initially undertake information system engineering and solution development activities.

Together with Lee Chee Hoo, he has been instrumental in the development, growth and success of our Group. He has been involved in the semiconductor industry for more than 15 years with extensive knowledge in automation solutions and engineering services. He was the Chairman of Malaysia Industrial 4.0 System Integrator Association since January 2021 and he resigned in January 2023.

He also sits on the Board of all of our subsidiary companies. Please refer to Section 5.2.3 of this Prospectus for his past and present involvements in other companies outside of our Group.

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

- (b) **Lee Chee Hoo**, a Malaysian aged 51, is our Promoter, substantial shareholder and Executive Director/CDO. He was appointed to our Board on 8 February 2024. He is responsible for leading and facilitating our Group's business solutions, business growth and collaboration with ecosystem partners.

He graduated with a Bachelor in Electrical and Electronics Engineering from Universiti Sains Malaysia in 1998.

He started his career in June 1998 as an Engineer with Golden Hope Fibreboard Sdn Bhd where his responsibility included overseeing automation functions involving electrical devices and instruments at the company's manufacturing plant. In February 1999, he left the company to join Intel Products (M) Sdn Bhd as an Equipment and Process Engineer where he was responsible for various production and quality control activities including equipment and tooling development, product yield loss elimination activities and production capacity savings. He was promoted to Package Design Engineer and Electrical Analysis and Design Engineer in February 2001 where he was responsible for developing models and simulations for semiconductor chips. In January 2004, he was transferred to Intel Technology Sdn Bhd as a Senior Design Integrator, where he led a team of engineers in designing advanced semiconductor packaging for network processors. He was also responsible for the overall project management including managing production schedules, resource planning and design execution. He left Intel Technology in June 2007. During the same year, he set up a partnership, namely, Sophic Design, to offer technical training courses, design and consultancy services such as automation training kits and technical training program. In February 2011, Sophic Design ceased its operations and transferred all its businesses to SIIE, and the partnership subsequently expired in the same month.

He joined Sophic Automation as its director and became one of its shareholders in November 2008, and then assumed the role of CEO in 2013. Together with Koh Dim Kuan who joined Sophic Automation in June 2011, he gradually grew the business of Sophic Automation to be involved in the automation and digitalised solutions business and subsequently incorporated Sophic MSC with Koh Dim Kuan in November 2011. In August 2012, he became a director of SIIE where he was involved in the management of the overall business operations. In August 2015, he left SIIE to focus on growing and expanding our business operations. He was redesignated to his current position as a CDO in July 2020 and has since successfully guided and led the development of new digitalised solutions for our Group.

Together with Koh Dim Kuan, he has been instrumental in the development, growth and success of our Group. He has been involved in the automation and digitalisation industry for more than 20 years and has vast knowledge in the area of design and development of automated and digitalised solutions.

He also sits on the Board of Sophic Automation and Sophic MSC. Please refer to Section 5.2.3 of this Prospectus for his past and present involvements in other companies outside of our Group.

[The rest of this page is intentionally left blank]

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

- (c) **R3 Capital** was incorporated in Malaysia under the Act on 3 June 2021 as a private limited company under its present name. R3 Capital is an investment holding company and does not have any subsidiary or associated company.

As at the LPD, the issued share capital of R3 Capital is RM2.00 comprising 2 ordinary shares.

As at the LPD, the directors and substantial shareholders of R3 Capital are Koh Dim Kuan and Lee Chee Hoo with equal shareholdings of 50.0% respectively.

Upon the completion of the Share Transfer, R3 will become a substantial shareholder of our Company with total shareholdings of 260,000,000 Shares representing 40% of our enlarged issued share capital upon Listing.

5.1.4 Promoters' and/or Substantial Shareholders' Remuneration and Benefits

Save for the aggregate remuneration and benefits paid or proposed to be paid to our Promoters and/or substantial shareholders for services rendered to our Group in all capacities for the FYE 2023 and FYE 2024 as set out in Section 5.2.4 of this Prospectus, there are no other amount or benefits that have been paid or intended to be paid to our Promoters and/or substantial shareholders within the 2 years preceding the date of this Prospectus.

[The rest of this page is intentionally left blank]

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

5.2 DIRECTORS

5.2.1 Shareholdings of Directors

The details of our Directors and their respective shareholdings in our Company before the IPO and after the IPO are as follows:-

Directors	Designation	(1) Before the IPO			(2) After the IPO				
		Direct		Indirect	Direct		Indirect		
		No. of Shares	%		No. of Shares	%		No. of Shares	%
Dato' Boonler Somchit Chairman	Non-Independent Non-Executive	-	-	-	-	500,000	0.08	-	-
Koh Dim Kuan	Executive Director/CEO	161,009,000	29.82	-	-	28,009,000	4.31	260,000,000 ⁽³⁾	40.00
Lee Chee Hoo	Executive Director/CDO	262,211,000	48.56	-	-	129,211,000	19.88	260,000,000 ⁽³⁾	40.00
Ahmad Khairuddin Bin Abdul Rahim	Independent Non-Executive Director	-	-	-	-	150,000	0.02	-	-
Hanita Binti Othman	Independent Non-Executive Director	-	-	-	-	150,000	0.02	-	-
Joyce Wong Ai May	Independent Non-Executive Director	-	-	-	-	150,000	0.02	-	-
Teresa Tan Siew Kuan	Independent Non-Executive Director	-	-	-	-	150,000	0.02	-	-
Mohammad Hazani Bin Hassan	Non-Independent Non-Executive Director	-	-	-	-	150,000	0.02	-	-

Notes:-

- (1) Based on the issued share capital of 540,000,000 Shares before the IPO.
- (2) Based on the enlarged issued share capital of 650,000,000 Shares after the IPO and assuming the eligible Directors fully subscribe for their respective entitlements under the Pink Form Allocation, where applicable.
- (3) Deemed interested by virtue of their respective shareholdings in R3 Capital pursuant to Section 8(4) of the Act.

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

5.2.2 Profiles of Directors

The profiles of our Executive Directors, namely Koh Dim Kuan and Lee Chee Hoo, who are also our Promoters and substantial shareholders, have been disclosed in Section 5.1.3 of this Prospectus. The profiles of our other Directors are as follows:-

- (a) **Dato' Boonler Somchit**, a Malaysian aged 71, is our Non-Independent Non-Executive Chairman. He was appointed to our Board on 20 March 2024.

He graduated with a Bachelor of Science with Honours in Ecology (Honours) from Universiti Malaya ("UM") in 1977. In January 1978, he joined UM as a Graduate Assistant and he was subsequently promoted to Administrative Assistant in May 1979 and to Assistant Registrar in April 1982 where he was involved with administrative functions in various departments within UM before leaving UM in June 1984.

In August 1984, he joined the ASEAN Food Handling Bureau, a non-profit organisation involved in food handling consultancy and research, where he was responsible for the administration and management function of the organisation. He left in January 1988 and in February 1988, he joined Sunway College Sdn Bhd as the Registrar where he oversees and administers the overall administration and academic functions of the company. He left Sunway College Sdn Bhd in May 1989. In June 1989, he joined PSDC as a director and was subsequently designated as the CEO. He was responsible for overseeing the overall operations, management and development of the centre before retiring in February 2014.

During his tenure with PSDC, he was instrumental in providing leadership and strategy development to ensure PSDC's continued relevance as a talent development organisation. He developed and maintained high-level key relationships with the PSDC management team, multinational corporations, SMEs and many government bodies and agencies, including TalentCorp, NCIA, Khazanah, EPU, and MIDA. His other key responsibilities in PSDC include managing the operational and budget matters for the organisation, interfacing with trainers/subject matter experts and interacting with stakeholders and customer base to develop opportunities to support customers' development needs. He also represented PSDC as a guest speaker at national and international seminars, symposiums and conferences. He was also involved in providing consultancy and advisory services for several feasibility studies and setting up training and development centres nationally and internationally. He also sat on several boards and steering committees at both national and state government bodies/agencies.

Please refer to Section 5.2.3 of this Prospectus for his past involvements in other companies outside of our Group.

- (b) **Ahmad Khairuddin Bin Abdul Rahim**, a Malaysian aged 62, is our Independent Non-Executive Director. He was appointed to our Board on 20 March 2024. He is also the Chairman of our Remuneration Committee.

He obtained a Diploma in Business Studies from Institut Teknologi MARA (*now known as Universiti Teknologi MARA (UiTM)*) in 1983. He also obtained a Bachelor of Business Administration from Eastern Michigan University, USA in 1985 and a Master of International Business Administration from the United States International University, USA in 1988.

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

He started his career as an Assistant Registrar with International Islamic University, Malaysia in February 1989 where he was involved with general administration. He left the university in December 1990 and in January 1991, he joined MIDA as an Assistant Director in several divisions i.e. Resource Based Industries Division, Planning Division and Industry Support Division. In December 1999, he was assigned as Assistant Director to MIDA office in London, UK. He returned to Malaysia in February 2003 and was attached to the Manufacturing-related Services Division and was later promoted to Senior Assistant Director. He was subsequently promoted to Deputy Director in December 2005 and to Senior Deputy Director (Logistic Services and Regional Operation Division) in January 2008. In November 2009, he was assigned as Director to MIDA office in Sydney, Australia. In January 2013, he returned to Malaysia and assumed the position of Director in Clean/Green Technology and Management Division. He was subsequently promoted to Executive Director of Investment Promotion in July 2014, after which he was transferred to the Manufacturing Development (Resource) in May 2015. In May 2019, he was promoted to Senior Executive Director for Strategic Planning and Development. He was subsequently promoted to Deputy Chief Executive Officer for Investment Development in December 2019.

He retired from MIDA in February 2022 and he brings with him more than 30 years of working experience and knowledge with MIDA in various roles and functions. Throughout his tenure with MIDA, he was responsible for overseeing the investment promotion and industrial development of areas under the purview of MIDA. His portfolio in MIDA was on investment development, covering 11 divisions, namely, business services and regional operations; chemical and advanced materials; electrical and electronics: food technology and resources; life sciences and medical technology; lifestyle; machinery and metal; oil and gas, maritime and logistics; green technology; healthcare, education and hospitality; transport technology; and one unit, i.e., biocircular economy.

He does not have any past or present involvement in other companies outside of our Group.

- (c) **Hanita Binti Othman**, a Malaysian aged 58, is our Independent Non-Executive Director. She was appointed to our Board on 20 March 2024. She is a member of our Audit and Risk Management Committee and the Nomination Committee.

She graduated with the Association of Chartered Certified Accountants (“**ACCA**”) from Emile Woolf College, United Kingdom in 1989. She is a member of the Malaysian Institute of Accountants and a fellow of ACCA.

She started her career in auditing when she joined Coopers & Lybrand Kuala Lumpur as Audit Semi-Senior in June 1990. During her tenure at Coopers & Lybrand Kuala Lumpur, she was involved in various statutory and non-statutory audit of companies, due diligence review, internal control review and reporting accountant activities. She left Coopers & Lybrand Kuala Lumpur in September 1997 as an Audit Manager, to join SPK Sentosa Corporation Bhd as Senior Accountant where she was involved in managing the group’s accounting activities. In February 1998, she left SPK Sentosa Corporation Bhd to join Price Waterhouse (presently known as PricewaterhouseCoopers) as Audit Manager where she continued her career in auditing. In September 1999, she left Price Waterhouse to join the Kuala Lumpur Stock Exchange (presently known as Bursa Securities) as a Manager of the Financial Review and Surveillance department where she was involved in monitoring corporate activities and financial irregularities of listed companies.

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

In January 2001, she was transferred to the Securities Issues department in preparation to undertake a review of applications for listing on the Malaysian Exchange of Securities Dealing and Automated Quotation (“**MESDAQ**”) Market (revamped into the ACE Market in 2009). This also involved secondment to the SC’s Securities Issues department. The KLSE-MESDAQ merger was completed in March 2002. She became Head, Issues of the Securities Issues department in 2003. In January 2005, she was transferred to the Group Strategic Planning department where she was responsible for planning business strategies, monitoring Bursa Securities-wide initiatives and the implementation of certain initiatives under the Capital Market Masterplan.

In January 2006, she joined the SC as Assistant General Manager where she resumed her previous function involving the assessment and processing of applications for companies’ listing on the MESDAQ Market as well as secondary fund raisings on the Main Board, Second Board and MESDAQ Market. In September 2009, she left Securities Commission Malaysia and returned to Bursa Securities as Head of Issuers – ACE Market department where she continued her role in the assessment and processing of applications for listing on the ACE Market. In February 2017 she was transferred to the Primary Market of Securities Market division where she was involved in the marketing and development of initial public offering and fund-raising ecosystem. In August 2018, she was promoted to Senior Vice President of the Primary Market, Listing Development department. In March 2021, she left Bursa Securities to pursue her personal interests in other areas of corporate finance. Since March 2022, she serves as a consultant for Brunei Darussalam Central Bank on matters relating to listing and public offerings.

She does not have any past or present involvement in other companies outside of our Group.

- (d) **Joyce Wong Ai May**, a Malaysian aged 48, is our Independent Non-Executive Director. She was appointed to our Board on 20 March 2024. She is the Chairwoman of our Audit and Risk Management Committee and a member of our Remuneration Committee and Nomination Committee.

She obtained a Bachelor of Commerce from the University of Tasmania, Australia in 1998. She is a member of the Malaysian Institute of Accountants, a corporate member of the Institute of Internal Auditors Malaysia and a fellow member of the Certified Practising Accountants, Australia.

She began her career as an Accounts Executive with Smith Zain Securities Sdn Bhd in June 1999 and later became the Head of Finance in 2002 under BBMB Securities Sdn Bhd, Penang Branch (BBMB Securities Sdn Bhd took over the business of Smith Zain Securities Sdn Bhd). She was responsible for treasury, management accounting and financial accounting. Following a takeover of the business of Smith Zain Securities Sdn Bhd by BBMB Securities Sdn Bhd, she was rehired as the company’s Penang branch Head of Finance in December 2002 where she was in charge of the overall branch-level activities for the Finance department before leaving the company in January 2004. In February 2004, she joined Hwang-DBS Securities Berhad as an Internal Audit Officer where she was responsible for conducting independent audits on risk management, operations, and financial areas. In July 2004, she left Hwang-DBS Securities Berhad. In August 2004, she joined Fastrack Corporate Sdn Bhd as an Executive, mainly responsible for handling secretarial-related matters for private and public companies. She left the company in January 2005 and joined UHY Malaysia as an Audit Supervisor and was subsequently promoted to Director in January 2015, where she was in charge of supervising the firm’s overall operations.

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

She left the firm in May 2016 to set up her own consulting firm, JWC Consulting Sdn Bhd which provides business management consultancy services and serves public listed companies with reviews on their business processes, corporate governance and risk management. Joyce also sits on the Industry Advisory Panel of the School of Business of Disted College, Penang.

She is currently an Independent Non-Executive Director of Dufu Technology Corp Berhad, PCCS Group Berhad and Edelteq Holdings Berhad, public companies listed on Bursa Securities. Further details of her past and other present involvements in companies outside of our Group are disclosed in Section 5.2.3 of this Prospectus.

- (e) **Teresa Tan Siew Kuan**, a Malaysian aged 55, is our Independent Non-Executive Director. She was appointed to our Board on 20 March 2024. She is the Chairwoman of our Nomination Committee and also a member of our Audit and Risk Management Committee and Remuneration Committee.

She graduated with a Bachelor of Economics from the University of Adelaide, Australia in 1992. She is a member of the Certified Practising Accountant (Australia) and the Malaysian Institute of Accountants.

She started her career as an Audit Assistant with Kassim Chan + Co (now known as Deloitte) in February 1992, where she was involved in external audit fieldwork for financial statements and internal control procedures for corporate clients. In October 1993, she left and joined Coopers & Lybrand (now known as PriceWaterhouse Coopers) as a Tax Assistant, where she was mainly involved in tax audit works. In June 1995, she left and joined Malaysian International Merchant Bankers Berhad (now known as Hong Leong Investment Bank Berhad) as an Executive, Corporate Finance and held her last position as an Assistant Vice President, Corporate Finance and Acting Branch Manager in July 2004. She then left to join K&N Kenanga Berhad (now known as Kenanga Investment Bank Berhad) in August 2004 as a Senior Manager, Corporate Finance. During her tenure with the investment banks, she mainly provided corporate advisory services to corporate/institutional clients and public listed companies. She left in August 2007 and took a 1-year career break before joining KDU College Penang (now known as UOW Malaysia KDU Penang University College) in August 2008 as a lecturer in accounting and auditing subjects of the Australian tertiary twinning programmes. She left KDU College Penang in November 2009 and in February 2010, she rejoined K&N Kenanga Berhad (currently known as Kenanga Investment Bank Berhad) as a Senior Manager for the investment banking division, where she was responsible for marketing the group's products and services. In March 2014, she was transferred to Kenanga Investors Berhad, Penang as the Vice President, Business Development Manager where she was mainly responsible for the marketing and distribution of products and services to the retail market segment and the financial, operational and administrative matters of the Penang branch. In November 2017, she left Kenanga Investors Berhad and joined TT Vision Holdings Berhad as the Chief Finance Officer where she was responsible for the overall finance and accounts of the group whilst overseeing the listing exercise of the company on the LEAP Market of Bursa Securities. She left TT Vision Holdings Berhad in September 2019. Currently, she provides management and business consultancy services on a freelance basis.

She is currently an Independent Non-Executive Director of PLB Engineering Berhad and IQ Group Holdings Berhad, public companies listed on Main Market of Bursa Securities. Further details of her past and other present involvements in companies outside of our Group are disclosed in Section 5.2.3 of this Prospectus.

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

- (f) **Mohammad Hazani Bin Hassan**, a Malaysian aged 59, is our Non-Independent Non-Executive Director. He was appointed to our Board on 20 March 2024. He is also a corporate representative of MTDC to our Board.

He obtained a Bachelor of Science in Mechanical Engineering from the California State University, Sacramento, USA in 1988 and a Diploma in Management for Technology from the Singapore Institute of Engineering Technologists in 1993.

He started his career as a Research Assistant with SIRIM Berhad in October 1988 where he was mainly responsible for research work. He left the company in March 1989 to join Omron (M) Sdn Bhd as a Management Trainee. He left the company in March 1993 with his last position as Section Head, where he was involved in managing engineers and technicians for daily operations of plant facilities and machinery. During the same month, he joined MTDC as an Assistant Manager of Investment. He had held several positions within MTDC before he left as Assistant General Manager, Investment and Special Project in July 2001. He was mainly involved in deal sourcing and evaluation, deal structuring, technology transfer (locally and abroad) and fundraising activities.

In August 2001, he joined Kumpulan Modal Perdana Sdn Bhd (“**KMP**”) in August 2001 as Senior Vice President. He was also seconded to Hi Tech Ventures Capital LP in Silicon Valley, USA between October 2004 and October 2007. He left the company in May 2012 with his last position as the Principal. During his tenure with KMP, he was involved with venture capital funds activities, managing special projects, including the local microchip design initiative and business accelerator operation through plug and play technology management. In June 2012, he rejoined MTDC as Director, Technology Transfer and Commercialisation. In June 2015, he was promoted to Director, Technology Ventures Division before being promoted to his current position as CEO in January 2023.

He has vast experience in fund management, venture capital and technology transfer having been involved in the industry for the last 30 years, both locally and internationally. He was previously the Chairman of the Malaysian Venture Capital Association and a management committee member of the Technopreneur Association of Malaysia management committee.

He also sits on the Board of Sophic Automation. Details of his past and other present involvements in other companies outside of our Group, including several MTDC's investee companies, are disclosed in Section 5.2.3 of this Prospectus.

[The rest of this page is intentionally left blank]

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

5.2.3 Involvement of our Directors in Other Businesses/Corporations Outside Our Group

Save as disclosed below, our Directors do not have any other principal directorship held or principal business activities performed by them in other businesses or corporations outside our Group within the past 5 years up to the LPD:-

Director	Company/Business	Principal Activities	Position	Date of Appointment/Resignation	% Equity Interest as at LPD
Dato' Boonler Somchit	<i>Past Involvement</i> 1. Teluk Nibong Ventures Sdn Bhd	Provision of transition support services including outplacement support and training support services for the development of human capital (Dissolved on 25 April 2022)	Director	01.01.2015/ 31.07.2020	-
	2. Penang Masonic Temple Sdn Bhd	Fraternal society	Director	31.10.2016/ 14.10.2019	-
	3. I2M Ventures Sdn Bhd	Promotion, marketing, administration of business service cluster in Iskandar Puteri, Johor	Director	05.06.2017/ 04.06.2019	-
Koh Dim Kuan	<i>Existing Involvement</i> 1. R3 Capital	Investment holding with sole purpose of holding our Shares pursuant to the Share Transfer	Director and shareholder	03.06.2021/ -	50.00
	2. SVN Automation	Trading of office and factory furniture, repair and installation services	Shareholder	-	22.40
	<i>Past Involvement</i> 1. Inno OPX Sdn Bhd	Computer programming activities	Director	23.09.2019/ 15.03.2023	-
	2. Agensi Pekerjaan Sophic Sdn Bhd	To carry on the business as private employment agency, to recruit and place a worker to another employer (Struck-off on 29 June 2022)	Director	26.10.2020/ 29.06.2022	-
	3. Maju Seimpian PLT	Providing consultation and services in horticulture, plantation, cash crop planting and fruit trading	Partner	31.05.2013/ 09.03.2022	-

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

Director	Company/Business	Principal Activities	Position	Date of Appointment/ Resignation	% Equity Interest as at LPD
	<p>4. Easy Remote Solution Sdn Bhd</p> <p>5. Joman Sdn Bhd</p>	<p>Provide things of internet total solution to various industry, equipped with the most hardware and software knowledge on smart manufacturing process</p> <p>Trading in computer and computer stationers</p>	<p>Director</p> <p>Director</p>	<p>29.05.2017/ 12.05.2021</p> <p>17.04.2017/ 12.05.2021</p>	<p>-</p> <p>-</p>
Lee Chee Hoo	<p><u>Existing Involvement</u></p> <p>1. R3 Capital</p> <p>2. SVN Automation</p>	<p>Investment holding, with sole purpose of holding our Shares pursuant to the Share Transfer</p> <p>Trading of office and factory furniture, repair and installation services</p>	<p>Director</p> <p>Shareholder</p>	<p>03.06.2021/ -</p> <p>-</p>	<p>50.00</p> <p>36.48</p>
	<p><u>Past Involvement</u></p> <p>1. Agensi Pekerjaan Sophic Sdn Bhd</p> <p>2. Easy Remote Solution Sdn Bhd</p> <p>3. Joman Sdn Bhd</p>	<p>To carry on the business as private employment agency, to recruit and place a worker to another employer (Struck-off on 29 June 2022)</p> <p>Provide things of internet total solution to various industry, equipped with the most hardware and software knowledge on smart manufacturing process</p> <p>Trading in computer and computer stationers</p>	<p>Director</p> <p>Director</p> <p>Director</p>	<p>10.01.2013/ 29.06.2022</p> <p>29.05.2017/ 12.05.2021</p> <p>17.04.2017/ 12.05.2021</p>	<p>-</p> <p>-</p> <p>-</p>
Ahmad Khairuddin Bin Abdul Rahim	<p><u>Past Involvement</u></p> <p>1. Malaysia Steel Institute</p>	<p>Promote and develop competitiveness, resilience and sustainability of the Malaysian iron and steel industry; provide advisory services and carry out, commission or promote study scientific, technological and economic aspects of iron and steel industry development in Malaysia; promote iron and steel product standardisation and utilisation within Malaysia</p>	<p>Director</p>	<p>03.12.2021/ 25.02.2022</p>	<p>-</p>

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

Director	Company/Business	Principal Activities	Position	Date of Appointment/ Resignation	% Equity Interest as at LPD
Joyce Wong Ai May	<u>Existing Involvement</u> 1. Edelteq Holdings Berhad	A public company listed on ACE Market of Bursa Securities with subsidiaries principally involved in design and assembly of integrated circuits burn-in boards and supply of printed circuit boards, supply and refurbishment of IC assembly and test consumables, design, development and assembly of automated test equipment and factory automation, and trading of operating supplies, spare parts and tools	Independent non-executive director	01.08.2022/ -	-
	2. PCCS Group Berhad	A public company listed on Main Market of Bursa Securities with subsidiaries principally engaged in R&D, manufacturing, import and export of medical and healthcare product, printing and sale of labels and stickers, manufacturing of seamless bond and silk screen products, manufacturing and sale of apparels, provision of agency and handling services and manufacturing and trading of garments, wholesale of medical, professional, scientific and precision equipment, financial leasing activities	Independent non-executive director	02.11.2020/ -	0.03
	3. Dufu Technology Corp Berhad	A public company listed on Main Market of Bursa Securities with subsidiaries principally engaged in design, development, manufacture, assembly and trading of die components and precision machining of vice, computer peripherals and parts for hard disk drive, manufacturing and trading of optics and magnetism driver and parts, engaging in metal precision manufacturing and processing parts such as metal components for special equipment for electronics industry, air conditioning compressor accessories and auto parts, design, develop, manufacture, fabricate, assembly and trading of precision steel mould, metal products and steel parts, medical industry's chairs and instrument tables and processing and trading of high quality computer disk-drive related components	Independent non-executive director	23.05.2016/ -	-

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

Director	Company/Business	Principal Activities	Position	Date of Appointment/Resignation	% Equity Interest as at LPD
	4. JWC Consulting Sdn Bhd <i>Past Involvement</i> 1. NCT Alliance Berhad	Business management consultancy services A public company listed on Main Market of Bursa Securities with subsidiaries principally engaged in general contractor and contractor of renovation works, property development, provision of project management services to companies within the same group and buying, selling, renting and operating of self-owned or leased real estate-land	Director and shareholder Independent non-executive director	04.05.2016/ - 22.12.2017/ 11.09.2019	50.00 -
Teresa Tan Siew Kuan	<i>Existing Involvement</i> 1. BWYS Group Berhad 2. IQ Group Holdings Berhad 3. PLB Engineering Berhad <i>Past Involvement</i> 1. TCS Advisors PLT	A public investment holding company with subsidiaries involved in manufacturing of sheet metal products and supply of scaffoldings, trading of steel materials and steel related products A public company listed on the Main Market of Bursa Securities with subsidiaries principally involved in the design, manufacture and sales of motion sensors, sensor and security lighting, wireless door entry products, home security system, lighting fixtures and household electrical appliances A public company listed on the Main Market of Bursa Securities with subsidiaries principally involved in building construction and property development Dormant	Independent non-executive director Independent non-executive director Independent non-executive director Partner	01.08.2023/ - 01.03.2023/ - 05.10.2022/ - 30.09.2019/ 14.03.2023	- - - -

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

Director	Company/Business	Principal Activities	Position	Date of Appointment/ Resignation	% Equity Interest as at LPD
Mohammad Hazani Bin Hassan	<u>Existing Involvement</u> 1. Wiserite Sdn Bhd	Investment holding of companies which are involved in technology sector	Director	01.02.2023/ -	-
	2. MTDC	Engaged in venture capital activities, management of government grants, technology incubation management and technology support services	Director / CEO	01.01.2023/ -	-
	3. MTDC BSF Sdn Bhd	Venture capital companies, activities of holding companies, investment advisory services	Director	31.12.2020/ -	-
	4. MTDC BGF Sdn Bhd	Investment advisory services, venture capital companies, activities of holding companies	Director	31.12.2020/ -	-
	5. Vepro Group Sdn Bhd	Manufacturing, engineering, design, integration and service provider of packaging, filing, processing equipment machinery, robotic system, material handling and automation machinery, customize software, material trading and general merchants	Director	17.02.2020/ -	-
	6. Sentinext Therapeutics Sdn Bhd	R&D of biotechnology products	Director	24.10.2019/ -	-
	7. Bateriku (M) Sdn Bhd	Wholesale and retail sale of all kinds of parts, components, supplies, tools and accessories for motor vehicles, insurance agent, other management consultancy activities	Director	03.09.2019/ -	-
	8. Al-Meswak Mu'min Sdn Bhd	Manufacturing and trading of toothpaste, oral care and toiletries products	Director	04.10.2017/ -	-
	<u>Past Involvement</u> 1. GMMI Sdn Bhd	R&D, manufacturing, sales and marketing and trading of medical related products	Director	28.06.2012/ 31.03.2024	-

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

Director	Company/Business	Principal Activities	Position	Date of Appointment/Resignation	% Equity Interest as at LPD
	2. Globetronics Technology Berhad	A public company listed on Main Market of Bursa Securities with subsidiaries principally engaged in assembly and testing of integrated circuits, optoelectronic products and technical plating services, manufacturing of small outline components, light emitting diode components and modules, and technical plating services for the semiconductor industry, development and assembly of sensors and optical products for smart mobile and wearable applications, trading of electronics/semiconductor components and provision of computer hardware and software, system solutions and consultations	Independent non-executive director	07.05.2021/ 21.02.2024	-
	3. Malaysian Phosphate Additives Sdn Bhd	Manufacturing of feed and fertiliser phosphate products and trading of sulphuric acid	Director	28.06.2012/ 18.10.2023	-
	4. Malaysian Phosphate Venture Sdn Bhd	Investment holding company of Malaysian Phosphate Additives Sdn Bhd	Director	10.06.2019/ 18.10.2023	-
	5. MCOM Holdings Berhad	A public listed investment holding company listed on LEAP Market of Bursa Securities with subsidiaries principally engaged in provision of mobile advertising platform services, mobile payment solution services and management services	Independent non-executive director	03.09.2019/ 12.05.2022	-
	6. MGV Industries Sdn Bhd	Manufacturers and distributor of carbonated, sparkling fruit and nutritional drinks	Director	27.05.2013/ 20.03.2020	-

As at the LPD, the directorship of our Directors are in compliance with Rule 15.06 of the Listing Requirements as none of our Directors hold more than 5 directorships in public listed companies of Bursa Securities.

Our Directors' current principal directorships and principal business activities performed outside our Group will not give rise to a conflict of interest with our Group in view that none of those companies in which they have involvements carry on similar trade or manufacture similar products as our Group, or are the customers or suppliers of our Group.

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

Our Executive Directors believe that their involvements in other business activities outside our Group are minimal as they are not involved in the day-to-day operations and management of the said companies.

In addition, the involvements of our Non-Executive Directors in those business activities as stated above will not affect their contributions to nor abilities/commitments to carry out their respective roles with our Group as they are not involved in the day-to-day operations and active management of the said companies other than attendance at board meetings and/or taking an oversight role.

5.2.4 Remuneration of Directors

The aggregate remuneration and material benefits-in-kind paid and proposed to be paid to our Directors for services rendered in all capacities to our Group for the FYE 2023 and FYE 2024 are set out below:-

Directors	Actual FYE 2023 (RM'000)				
	Salary	Directors' fee	Benefits-in-kind	⁽¹⁾ Other emoluments	Total
Dato' Boonler Somchit	-	30	-	3	33
Koh Dim Kuan	270	-	-	33	303
Lee Chee Hoo	270	-	-	33	303
Ahmad Khairuddin Bin Abdul Rahim	-	-	-	-	-
Hanita Binti Othman	-	-	-	-	-
Joyce Wong Ai May	-	-	-	-	-
Teresa Tan Siew Kuan	-	-	-	-	-
Mohammad Hazani Bin Hassan	-	30	-	3	33

Directors	⁽²⁾ Proposed for FYE 2024 (RM'000)				
	Salary	Directors' fee	Benefits-in-kind	⁽¹⁾ Other emoluments	Total
Dato' Boonler Somchit	-	60	-	-	60
Koh Dim Kuan	318	-	-	40	358
Lee Chee Hoo	282	-	-	35	317
Ahmad Khairuddin Bin Abdul Rahim	-	36	-	-	36
Hanita Binti Othman	-	36	-	-	36
Joyce Wong Ai May	-	41	-	-	41
Teresa Tan Siew Kuan	-	36	-	-	36
Mohammad Hazani Bin Hassan	-	35	-	-	35

Notes:-

- (1) Comprising bonus, allowance and contributions to the Employees Provident Fund Board, Social Security Organisation and Employment Insurance System, where applicable.
- (2) The bonuses to our Executive Directors for FYE 2024, if any, will be determined at a later date based on the Group's financial performance for the FYE 2024 and their respective performances, and will be subject to recommendation of our Remuneration Committee and approval by our Board.

The remuneration of our Directors including fees, salaries, bonuses, other emoluments and benefits-in-kind, must be reviewed and recommended by our Remuneration Committee and subsequently, be approved by our Board. The Directors' fees and any benefits payable to our Directors shall be further subject to approval by our shareholders at a general meeting.

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

5.3 BOARD PRACTICES

5.3.1 Directors' Terms of Office

As at the LPD, the details of the date of expiration of the current term of office for each and every Director of our Company and the period for which our Directors have served in that office are as follows:-

Director	Designation	Date of Appointment as Director	Date of Expiration of the Current Term of Office	No. of Years and Months in Office as at LPD
Dato' Boonler Somchit	Non-Independent Non-Executive Chairman	20 March 2024	Shall retire at the AGM to be held in 2024	Less than 1 year
Koh Dim Kuan	Executive Director/CEO	8 February 2024	Shall retire at the AGM to be held in 2024	Less than 1 year
Lee Chee Hoo	Executive Director/CDO	8 February 2024	Shall retire at the AGM to be held in 2024	Less than 1 year
Ahmad Khairuddin Bin Abdul Rahim	Independent Non-Executive Director	20 March 2024	Shall retire at the AGM to be held in 2024	Less than 1 year
Hanita Binti Othman	Independent Non-Executive Director	20 March 2024	Shall retire at the AGM to be held in 2024	Less than 1 year
Joyce Wong Ai May	Independent Non-Executive Director	20 March 2024	Shall retire at the AGM to be held in 2024	Less than 1 year
Teresa Tan Siew Kuan	Independent Non-Executive Director	20 March 2024	Shall retire at the AGM to be held in 2024	Less than 1 year
Mohammad Hazani Bin Hassan	Non-Independent Non-Executive Director	20 March 2024	Shall retire at the AGM to be held in 2024	Less than 1 year

5.3.2 Audit and Risk Management Committee

The main functions of our Audit and Risk Management Committee include, amongst others, the following:-

- (a) to review the external auditors to ensure its independence and to set up policies and procedures to ensure quality and reliability of audited financial statements;
- (b) to review the quarterly and annual financial statements to ensure compliance with the accounting standards and legal requirements;

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

- (c) to review audit report quarterly to ensure any related party transactions, if any, are conducted at arm's length and to inform the Board of any major findings and to review any conflict of interest situation that arose and action taken to resolve and mitigate such conflict;
- (d) to review the internal audit function in relation to its scope, competency, resources, internal audit program, members' performance, major findings of internal investigations, whistleblowing reports including to perform oversight function over the whistleblowing policy and management's response;
- (e) to review the internal audit report and approves the annual audit and training plan, methodologies and scope;
- (f) to recommend the risk management policies and procedures and to review its systems, internal control and governance processes and recommend changes as required which addresses the strategic, operational, financial and compliance risks;
- (g) to implement and monitor the risk management framework;
- (h) to review and verify at the end of each financial year the LTIP allocation in compliance with the criteria as stipulated in the by-law of the employees' share scheme of the Group, if any;
- (i) to review the Group's risk profile, report to the Board on the Group's risk exposures and to evaluate measures to mitigate business risks;
- (j) to set reporting guidelines on the management of business risks;
- (k) to evaluate the quality of audit conducted by internal and external auditors and provide assurance that the financial information presented by management is relevant and reliable; and
- (l) to observe a proper code of conduct and determine adequacy of the Group's control environment;

The members of our Audit and Risk Management Committee are as follows:-

Name	Designation	Directorship
Joyce Wong Ai May	Chairwoman	Independent Non-Executive Director
Hanita Binti Othman	Member	Independent Non-Executive Director
Teresa Tan Siew Kuan	Member	Independent Non-Executive Director

5.3.3 Remuneration Committee

The main functions of our Remuneration Committee include, amongst others, the following:-

- (a) to recommend a framework of remuneration for all Directors and key senior management covering all aspects of remuneration including Director's fee, salaries, allowance, bonuses, options and benefit-in-kind;
- (b) to review and recommend the remuneration package of our Executive Directors and if applicable, senior management, which align with the Group's business strategy, long-term objectives, operating results and comparable remuneration statistics in the market;

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

- (c) to review annually the performance of the Directors and recommend to the Board specific adjustments in remuneration and/or reward payments;
- (d) to formulate policies, guidelines and set criteria for a fair and appropriate remuneration packages for the Directors according to the general market sentiments or conditions and are in compliance with the regulatory requirements;
- (e) to review and recommend the compensation payable to the Directors in connection with any loss or termination of their office are in accordance with relevant contractual terms and that such compensation is otherwise fair and not excessive for the Group; and
- (f) to ensure corporate accountability and governance in respect of the Board remuneration and compensation function.

The members of our Remuneration Committee are as follows:-

Name	Designation	Directorship
Ahmad Khairuddin Bin Abdul Rahim	Chairman	Independent Non-Executive Director
Joyce Wong Ai May	Member	Independent Non-Executive Director
Teresa Tan Siew Kuan	Member	Independent Non-Executive Director

5.3.4 Nomination Committee

The main functions of our Nomination Committee include, amongst others, the following:-

- (a) To determine the criteria for Board membership and appointment of senior management, including qualities, experience, skills, expertise, education background and qualifications, competencies, integrity, contribution, diversity and time commitment to serve the Group;
- (b) To ensure appropriate selection criteria and processes and to identify and recommend to the Board, candidates for directorships of the Company and members of the relevant Board committees including their competencies, expertise, experience, potential conflict of interests, commitment, contribution and performance;
- (c) To evaluate the effectiveness of the Board and the relevant Board committees and to oversee their appointment, management succession planning and performance evaluation;
- (d) To ensure an appropriate framework and succession planning for the Board;
- (e) To evaluate annually, the overall composition of the Board and the balance amongst the executive, non-executive and independent directors,
- (f) To annually assess the performance and effectiveness of the Board as a whole and the contribution of each Director to the performance of the Company;
- (g) To recommend and ensure that the Board receives appropriate continuous training to maintain adequate level of competency and to effectively discharge their roles as the Directors;

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

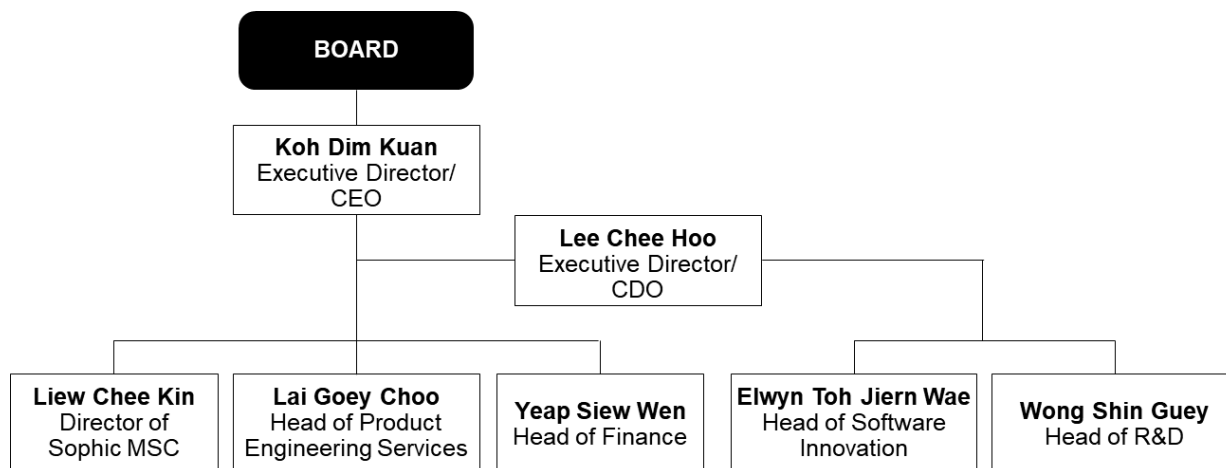
- (h) To review annually and recommend to the Board with regard to the structure, size, tenure, directorships, diversity, balance and composition of the Board and Committees including the required core competencies, mix of skills and experience; and
- (i) To recommend to the Board the duties and responsibilities of the Directors, including membership and Chairpersonship of the Board Committees.

The members of our Nomination Committee are as follows:-

Name	Designation	Directorship
Teresa Tan Siew Kuan	Chairwoman	Independent Non-Executive Director
Hanita Binti Othman	Member	Independent Non-Executive Director
Joyce Wong Ai May	Member	Independent Non-Executive Director

5.4 MANAGEMENT REPORTING STRUCTURE

Our management reporting structure is set out below:-



[The rest of this page is intentionally left blank]

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

5.5 KEY SENIOR MANAGEMENT

5.5.1 Shareholdings of Key Senior Management

The details of our key senior management and their respective shareholdings in our Company before and after the IPO are as follows:-

Key Senior Management	Designation	⁽¹⁾ Before the IPO				⁽²⁾ After the IPO			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Liew Chee Kin	Director of Sophic MSC	14,000,000	2.59	-	-	14,000,000	2.15	-	-
Elwyn Toh Jiern Wae	Head of Software Innovation	-	-	-	-	500,000	0.08	-	-
Lai Goey Choo	Head of Product Engineering Services	-	-	-	-	1,000,000	0.15	-	-
Wong Shin Guey	Head of R&D	-	-	-	-	1,500,000	0.23	-	-
Yeap Siew Wen	Head of Finance	-	-	-	-	500,000	0.08	-	-

Notes:-

- (1) Based on our issued share capital of 540,000,000 Shares before the IPO.
- (2) Based on our enlarged issued share capital of 650,000,000 Shares after the IPO and assuming the eligible key senior management fully subscribe for their respective entitlements under the Pink Form Allocation, where applicable.

5.5.2 Profiles of Key Senior Management

The profiles of our key senior management are as follows:-

- (a) **Liew Chee Kin**, a Malaysian aged 42, is the Director of Sophic MSC. He graduated with a Diploma in Electronic Engineering (Computer) from Ungku Omar Polytechnic in 2003.

He started his career as a Mask Designer with Kelly Services (Malaysia) Sdn Bhd in December 2003, where he was assigned to an engineering support services project with Intel Microelectronics (M) Sdn Bhd to design and test ICs. In January 2005, he was absorbed as a full-time employee and was designated as an Engineer Technician, where he performed pre-silicon and post-silicon validation activities. He left Intel Microelectronics (M) Sdn Bhd in January 2006. In January 2006, he joined Vitrox Technologies Sdn Bhd as a Service Engineer, providing customer technical support services for the company's automated visual inspection equipment. In July 2007, he left to join Keyence (Malaysia) Sdn Bhd as Consulting Sales Engineer, where he proposed suitable solutions, undertook sales activities, performed installation and provided technical support services for the company's automated equipment to customers. He left the company in March 2009 and joined Autovation Sdn Bhd as Senior Sales and Application Engineer from April 2009 to January 2014. He was mainly responsible for identifying potential markets and industries to market the company's industrial automation product, supervised project status and progress,

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

proposed suitable solutions, and led a team in carrying out product demonstrations and providing technical support services. He joined our Group as a Technical Sales Manager in August 2014, where he was responsible for business development in the central region. In December 2019, he acquired an equity stake in Sophic MSC and assumed the Director role. He is responsible for the overall business operations and business development of Sophic MSC.

Please refer to Section 5.5.4 of this Prospectus for his past involvement in other company outside of our Group.

- (b) **Elwyn Toh Jiern Wae**, Malaysian aged 30, is our Head of Software Innovation. He graduated with a Bachelor of Engineering (Hons) in Electrical and Electronic Engineering from the University of Bradford, UK in 2017.

He started his career in January 2017 when he joined our Group as a Junior Programmer, assisting senior programmers in testing and customising software. He was promoted to Software Developer in March 2018, where he was responsible for developing software for our digitalised solutions and automated equipment. In March 2019, he assumed the position of Assistant Manager, where he was responsible for the execution of digitalised solution projects for the Group and led a team in carrying out software development for these projects. He was promoted to Software Innovation Manager in September 2020 and re-designated as Head of Software Innovation in June 2023. He is responsible for the overall development and customisation of software applications/platforms for use in the automated equipment and digitalised solutions of our Group.

He does not have any past or present involvement in other companies outside of our Group.

- (c) **Lai Goey Choo**, a Malaysian aged 53, is our Head of Product Engineering Services. She obtained a certificate in Electrical Engineering Technicians (Microprocessors) from City and Guilds of London Institute, UK in 1994 and a Diploma in Business Administration from KDU College, Penang in 1999. She also obtained the Executive Master of Preventive Health from Open University Malaysia in 2017.

She started her career as a Technician with Intel Microelectronics (M) Sdn Bhd in August 1990. She was promoted to Product Development Engineer in August 2000 and Component Design Engineer in August 2006. During her tenure with the company, she was involved in conducting validation and testing on ICs, generating product validation test plans and strategies, and validating and verifying semiconductor devices and components. In May 2014, she joined our Group as the Business Process Outsourcing Manager. She was mainly responsible for the product engineering service projects of the Group, which included managing customers and implementing strategies to enhance operational efficiency and productivity whilst ensuring the key performance indicators and objectives set out by our customers were met. She was re-designated to Head of Product Engineering Services in March 2022. Currently, she is mainly responsible for the product engineering services including managing contracts and relationships with the customers as well as overseeing the management and training project teams.

She does not have any past or present involvement in other companies outside of our Group.

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

- (d) **Wong Shin Guey**, a Malaysian aged 43, is our Head of R&D. He graduated from Universiti Teknologi Malaysia with a Bachelor of Engineering (Computer) (Hons) in 2005. He also obtained a Master of Engineering (Electrical - Computer and Microelectronic System) from Universiti Teknologi Malaysia in 2010.

He started his career in May 2005 as an Electrical Validation Content Engineer with Intel Technology Sdn Bhd and was promoted to Senior Electrical Validation Content Engineer in March 2011. He was in charge of defining software test frameworks for electrical validation and carrying out pre-silicon simulation activities. In September 2014, he resigned from Intel Technology Sdn Bhd and took a short career break. In April 2015, he joined our Group as an Industrial IoT Architect, where he was responsible for developing software for our digitalised solutions and automated equipment. He was re-designated as Head of R&D in June 2023. He is responsible for spearheading the R&D activities for automated digitalised solutions, software applications and platforms that can enhance our Group's operational processes.

He does not have any past or present involvement in other companies outside of our Group.

- (e) **Yeap Siew Wen**, a Malaysian aged 31, is our Head of Finance. She graduated from Universiti Tunku Abdul Rahman with a Bachelor of Commerce (Hons) in Accounting in 2015. She is a member of the Malaysian Institute of Accountants and the ACCA.

She started her career in July 2016 as an Audit Associate with BDO PLT (previously known as BDO Malaysia). She was promoted to Audit Senior Associate in July 2017 and Assistant Manager, Audit in July 2019, before leaving the company in September 2021. She managed and supervised the external audits involving multinational, public and private companies from various industries including technology, healthcare, property development, industrial products and services. She was also involved in the audit and preparation of accountants' reports for companies seeking listing on Bursa Securities. She joined our Group as the Accounts and Finance Manager in September 2021 and was redesignated as the Corporate Development and Strategy Manager in October 2022. She was promoted to her current position in June 2023, where she is responsible for overseeing the overall finance and accounting functions and corporate development of the Group.

She does not have any past or present involvement in other companies outside of our Group.

5.5.3 Remuneration of Key Senior Management

The remuneration of our key senior management including salaries, bonuses, other emoluments and benefit-in-kind, must be reviewed and recommended by our Remuneration Committee and subsequently, be approved by our Board.

The aggregate remuneration and material benefits-in-kind paid and proposed to be paid to our key senior management for services rendered in all capacities to our Group for the FYE 2023 and FYE 2024 (in the bands of RM50,000) are set out below:-

Key Senior Management	Remuneration Band (RM'000)	
	Actual for FYE 2023	Proposed for FYE 2024
Liew Chee Kin	300 – 350	300 – 350
Elwyn Toh Jiern Wae	150 – 200	150 – 200
Lai Goey Choo	250 – 300	250 – 300
Wong Shin Guey	300 – 350	300 – 350
Yeap Siew Wen	150 – 200	200 – 250

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

5.5.4 Involvement of our Key Senior Management in Other Businesses/Corporations Outside Our Group

Save as disclosed below, our key senior management do not have any other principal directorship held or principal business activities performed by them in other corporations outside our Group within the past 5 years up to the LPD:-

Key Senior Management	Business	Principal Activities	Position	Date of Appointment/Resignation	% Equity Interest as at LPD
Liew Chee Kin	Mittzutec Solution	Sales of electrical and electronic equipment <i>(Voluntary winding-up)</i>	Sole proprietor	24.03.2016/ 04.02.2022	-

5.6 RELATIONSHIPS OR ASSOCIATIONS BETWEEN OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT

There are no relations or associations between the Promoters, substantial shareholders, Directors and key senior management of our Group.

5.7 EXISTING OR PROPOSED SERVICE AGREEMENTS

As at the LPD, we had not entered into any service agreement with any of our Directors and/or key senior management.

5.8 DECLARATION BY OUR PROMOTERS, DIRECTORS AND KEY SENIOR MANAGEMENT

5.8.1 Save as disclosed in Section 5.8.2 of this Prospectus, none of our Promoters, Directors and key senior management is or has been involved in any of the following, whether in or outside Malaysia:-

- (a) 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;
- (b) he/she was disqualified from acting as a director of any corporation, or from taking part directly or indirectly in the management of any corporation;
- (c) in the last 10 years, he/she was charged or convicted in a criminal proceeding or is a named subject of a pending criminal proceeding;
- (d) 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;
- (e) in the last 10 years, he/she was 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;

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

- (f) he/she was 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;
- (g) in the last 10 years, he/she has been reprimanded or issued any warning by any regulatory authority, securities or derivatives exchange, professional body or government agency; or
- (h) whether there is any unsatisfied judgment against him/her.

5.8.2 Our Non-Independent Non-Executive Director, Mohammad Hazani Bin Hassan, being the nominee director of MTDC, was also a nominee director of MTDC in the following companies which were wound up by the creditors:-

- (a) Sea Pacific Paper Tech Sdn Bhd was wound up under winding-up petition no. 28NCC-8-02/2014 at Ipoh High Court by Taiko Marketing Sdn Bhd via court order dated 28 April 2014.
- (b) Recycle Energy Sdn Bhd was wound up under winding-up petition number no. 28NCC-773-09/2015 at Kuala Lumpur High Court by Tenaga Nasional Berhad via court order dated 26 November 2015.
- (c) Core Competencies Sdn Bhd was wound up under winding-up petition no. 28NCC-882-10/2015 at Kuala Lumpur High Court by Malayan Banking Berhad via court order dated 10 December 2015.

Mohammad Hazani Bin Hassan did not hold any executive position in the above companies.

[The rest of this page is intentionally left blank]