

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

5.1 OUR PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

5.1.1 Promoters and substantial shareholders' shareholdings

The following table shows the shareholdings of our Promoters and substantial shareholders before our IPO and after our IPO:

Name	Place of incorporation / Nationality	Before our IPO				After our IPO			
		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>									
BNDM	Malaysia	146,400,000	40.67	-	-	146,400,000	34.05	-	-
Dato Richard Wee	Malaysian	2,100,000	0.58	⁽³⁾ 146,400,000	40.67	2,100,000	0.49	⁽³⁾ 146,000,000	34.05
Lim Ah Ted	Malaysian	94,500,000	26.25	-	-	94,500,000	21.98	-	-
Ting Ing Thai	Malaysian	19,800,000	5.50	-	-	19,800,000	4.60	-	-
<u>Promoters</u>									
Ting Ing Soon	Malaysian	9,000,000	2.50	-	-	9,000,000	2.09	-	-
Lim Hang Min	Malaysian	2,400,000	0.67	-	-	⁽⁶⁾ 2,600,000	0.60	-	-
Brandon Wee Wei Xuan	Malaysian	600,000	0.16	-	-	⁽⁶⁾ 800,000	0.19	-	-
Terence Lim Tze Yung	Malaysian	-	-	-	-	⁽⁶⁾ 200,000	0.05	-	-
<u>Substantial shareholders</u>									
RSB	Malaysia	-	-	⁽⁴⁾ 146,400,000	40.67	-	-	⁽⁴⁾ 146,400,000	34.05
Datin Dona Amat Drury	Malaysian	-	-	⁽⁵⁾ 146,400,000	40.67	-	-	⁽⁵⁾ 146,400,000	34.05
Tan Chiew Ting	Malaysian	27,000,000	7.50	-	-	27,000,000	6.28	-	-

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

Notes:

- (1) *Based on the total number of 360,000,000 Shares after completion of the Bonus Issue of Shares and before our IPO.*
- (2) *Based on the enlarged total number of 430,000,000 Shares after our IPO.*
- (3) *Deemed interested by virtue of his substantial shareholdings in BNDM pursuant to Section 8 of the Act.*
- (4) *Deemed interested by virtue of its shareholdings in BNDM pursuant to Section 8 of the Act.*
- (5) *Deemed interested by virtue of her substantial shareholdings in BNDM pursuant to Section 8 of the Act.*
- (6) *Assuming all the Pink Form Shares are fully subscribed.*

Save for our Promoters and substantial shareholders above, there are no other persons who are able to, directly or indirectly, jointly or severally, exercise control over our Company. As at the LPD, our Promoters and substantial shareholders have the same voting rights and there is no arrangement between our Company and its shareholders with any third parties, the operation of 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 Promoters and substantial shareholders

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

(i) **BNDM Incorporated Holdings Sdn Bhd**
Promoter and substantial shareholder

BNDM Incorporated Holdings Sdn Bhd is our Promoter and substantial shareholder.

BNDM was incorporated in Malaysia on 20 June 1997 under the Companies Act 1965 (now repealed by the Act) as a private limited company under the name of Transfab Technologies Sdn Bhd. On 14 February 2003, it assumed its current name of BNDM Incorporated Holdings Sdn Bhd. BNDM is principally involved in investment holding and provision of management services.

As at the LPD, BNDM's issued and paid-up share capital is RM1,000,000.00 comprising 1,000,000 ordinary shares.

The directors and shareholders of BNDM and their respective shareholdings in our Company as at the LPD are as follows:

Name	Direct		Indirect	
	No. of shares	% of shareholdings	No. of shares	% of shareholdings
<u>Directors and shareholders</u>				
Dato Richard Wee	-	-	⁽¹⁾ 800,000	80.00
Datin Dona Amat Drury ⁽²⁾	-	-	⁽¹⁾ 800,000	80.00
Brandon Wee Wei Xuan ⁽³⁾	50,000	5.00	-	-
Nigel Wee Wei Si ⁽³⁾	50,000	5.00	-	-
<u>Shareholders</u>				
RSB ⁽⁴⁾	800,000	80.00	-	-
Darren Wee Wei Yang ⁽³⁾	50,000	5.00	-	-
Marcus Wee Wei Chen ⁽³⁾	50,000	5.00	-	-

Notes:

- (1) *Deemed interested by virtue of their respective substantial shareholdings in RSB pursuant to Section 8 of the Act.*
- (2) *Spouse of Dato Richard Wee*
- (3) *Son of Dato Richard Wee.*
- (4) *The shareholders of RSB are Dato Richard Wee (80.00%) and Datin Dona Amat Drury (20.00%). The directors of RSB are Dato Richard Wee, Datin Dona Amat Drury and Brandon Wee Wei Xuan.*

As at the [LPD], BNDM holds 146,400,000 Shares, which represents approximately 40.67% of the total issued Shares.

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

(ii) **Dato Richard Wee**

Promoter, substantial shareholder and Non-Independent Executive Chairman

Dato Richard Wee, a Malaysian aged 65, is our Promoter, an indirect major shareholder of our Company by virtue of his substantial shareholdings in RSB which in turn is the controlling shareholder of BNDM and our Non-Independent Executive Chairman. He was appointed to our Board as Non-Independent Executive Vice Chairman on 11 July 2016 and re-designated as Non-Independent Executive Chairman on 20 March 2024. He oversees the management and operations and is responsible for the overall strategy and business development of our Group.

In March 1981, he obtained his Diploma in Management Development from Asian Institute of Management in Manila and is also a member of the Malaysian Institute of Management. After graduating in March 1981, he began his career with Eastern Oxygen Sdn Bhd, a company which was involved in industrial and medical gases manufacturing and trading, as the Acting General Manager until he was promoted to be the Managing Director in 1986.

He played instrumental roles in the listing of Eastern Oxygen Bhd ("**EOB**") on the Second Board of Kuala Lumpur Stock Exchange (now known as Bursa Securities) on 27 December 1995. Subsequently, he oversaw the restructuring exercise and the diversification of EOB from the manufacturing of industrial gas into containerised shipping line in 1998 and the transfer of EOB's listing status to the Main Board of Bursa Securities in 2001 under the name of EOX Group Bhd.

In February 2004, EOX Group Bhd changed its name to Hubline Berhad ("**Hubline**"), where he served as a Group Managing Director until June 2005. In June 2005, he was appointed as the Non-Independent Non-Executive Chairman and was re-designated as the Non-Independent Executive Chairman in October 2020. In March 2024, he was then re-designated as the Group Executive President of Hubline.

In January 2023, he was appointed as a member of the Board of Trustees for The Sarawak Foundation, also known as Yayasan Sarawak, of which his tenure of appointment will continue until the end of December 2025.

Dato Richard Wee is the father of Brandon Wee Wei Xuan, who is our Promoter and Business Development Manager.

Further details of his directorships in other companies are as set out in Section 5.2.4 of this Prospectus.

(iii) **Lim Ah Ted**

Promoter and substantial shareholder

Lim Ah Ted, a Malaysian aged 69, is our Promoter and substantial shareholder.

He completed his secondary education in November 1971 in Kuching. In 1980, he obtained a Diploma in Tropical Agriculture from International Correspondence Schools, London. In June 1988, he was admitted as a Fellow of the Chartered Management Institute after obtaining a diploma from The International Commercial Management Institute.

He began his career with Joo Chan Company in 1971 as an Operations Trainee where he was responsible for the company's operations, thereby exposing him to the local cold storage industry.

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

In 1980, he left Joo Chan Company and joined Cold Storage (M) Bhd as a Sales cum Operations Executive where he was responsible for sales and marketing activities as well as overseeing the warehousing operations. He left Cold Storage (M) Bhd in 1982 and formed Paris Trading Company (“PTC”) with other partners. PTC was principally involved in the distribution of frozen and chilled food as well as dairy products throughout Sarawak. In March 1984, he left PTC to establish Supreme Cold Storage Trading Company, as one of the co-founders, to venture into the distribution of frozen and chilled food.

In October 1987, he established SCS to assume the operations of Supreme Cold Storage Trading Company. In April 1999, he established SFS as a co-founder with another shareholder. The principal business of SFS involves distribution frozen and chilled food products, and dairy food products throughout Sarawak.

In May 2000, Lim Ah Ted, together with others, incorporated BFL to assume the operations of Prime Cuts Coldstorage Sdn Bhd (“PCC”) (which was incorporated by Ting Ing Thai) which is a company involved in the supply of frozen, dry and chilled food to various businesses in Miri.

He is the brother of Lim Hang Min, who is our Promoter and Group Production Manager and father of Terence Lim Tze Yung, who is our Promoter and Group Facility Manager.

(iv) Ting Ing Thai

Promoter, substantial shareholder and Non-Independent Executive Director

Ting Ing Thai, a Malaysian aged 62, is our Promoter, substantial shareholder and Non-Independent Executive Director. He was appointed to our Board on 14 July 2017. He is responsible for overseeing the day-to-day operations of BFL and its business strategies.

After completing his secondary education in Kuching in November 1979, he began his career by joining a family-owned business, Ting & Ting Supermarket (“TTS”), the first supermarket in Kuching, Sarawak where he was responsible for the daily operations of TTS. In 1990, he founded PCC, a company which is principally involved in the distribution of frozen, dry, and chilled food to various businesses in Miri. Later in collaboration with others, he established BFL in May 2000, to assume the operations of PCC.

He is the brother of Ting Ing Soon, who is our Promoter.

Further details of his directorships in other companies are as set out in Section 5.2.4 of this Prospectus.

(v) Brandon Wee Wei Xuan

Promoter and Business Development Manager

Brandon Wee, a Malaysian aged 39, is our Promoter and Business Development Manager. He is responsible for seeking new business by securing new agencies and new products to drive the business growth of our Group, seeking for potential merger and acquisition and enhance our Group’s distribution channel.

He obtained a Bachelor of Commerce in Business Law from Curtin University of Technology in Perth, Western Australia in September 2010.

He began his career with OSK Investment Bank Berhad in March 2010 as an Associate focusing on corporate advisory. In March 2012, he moved to Proventeus Capital Sdn Bhd, a company which is involved in investing in high growth sectors as an investment analyst responsible for assessing and managing the firm’s investments.

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

Subsequently, he left Proventeus Capital Sdn Bhd in March 2014 and joined Crowe Malaysia as a Senior Associate in its Corporate Advisory Department where he was responsible for advising on corporate exercises. He then left Crowe Malaysia and was appointed as a director of BNDM in November 2014, where he is responsible for overseeing its investment strategies.

He then joined STSB in June 2017 and was appointed as a Group Operations Manager. Subsequently, he was re-designated as the Business Development Manager of our Group in May 2023.

He is the son of Dato Richard Wee, who is our Promoter, substantial shareholder and Non-Independent Executive Chairman.

Further details of his directorships in other companies are as set out in Section 5.4.4 of this Prospectus.

(vi) Terence Lim Tze Yung
Promoter and Group Facility Manager

Terence Lim Tze Yung, a Malaysian aged 41, is our Promoter and Group Facility Manager. He is responsible for our Group's operations and facilities.

He completed his secondary education at Green Road Secondary School, Kuching in 2000. He then enrolled in an Advanced Diploma from Edith Cowan University in Perth, Western Australia in 2000. He subsequently withdrew from the course and returned to Malaysia in 2005. He began his career in SCS in 2006 as a Warehouse Assistant and later joined SCS's sales team in 2007 as a Sales Representative where his responsibilities include expanding the company's sales via securing new customers while maintaining the relationship with current customers.

Thereafter, he resigned from his position in SCS in 2009 and was later appointed as a Director in SFS in the same year where he was responsible for overseeing the business operations and customers' accounts. He was later promoted to his current position in 2017 subsequent to the internal restructuring exercise of our Group in the same year.

He is the son of Lim Ah Ted, who is our Promoter and substantial shareholder, and nephew of Lim Hang Min, who is our Promoter and Group Production Manager.

Further details of his directorships in other companies are as set out in Section 5.4.4 of this Prospectus.

(vii) Ting Ing Soon
Promoter

Ting Ing Soon, a Malaysian aged 61, is our Promoter.

After completing his secondary education in Kuching in November 1980, similar to his brother, Ting Ing Thai, he joined his family-owned Ting & Ting Supermarket, where he was responsible for overseeing the sundry department before resigning in June 2019. In 1990, he was made a director and also became a shareholder in PCC, a company which was founded by his brother, Ting Ing Thai and which is principally involved in the distribution of frozen, dry, and chilled food to various businesses. Subsequently in May 2000, in collaboration with others, he co-founded BFL to take over PCC's operations, as a Non-Executive Director of BFL. He is not involved in the day-to-day operation of the company.

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

He is the brother of Ting Ing Thai, who is our Promoter, substantial shareholder and Non-Independent Executive Director.

(viii) Lim Hang Min
Promoter and Group Production Manager

Lim Hang Min, a Malaysian aged 62, is our Promoter and Group Production Manager. He is responsible for overseeing the day-to-day operations of the production department.

After finishing his secondary education in December 1980, he started his career with the Samling group of companies in February 1981 as an Enumeration Surveyor, to survey the log quantities in the forest. In April 1984, he joined Supreme Cold Storage Trading Company as Operations and Warehousing Supervisor. In November 1987, he moved to SCS which assumed the business of Supreme Cold Storage Trading Company as a Production and Warehouse Manager. He became a shareholder in November 1992.

In September 2015, Lim Hang Min alongside other shareholders in SCS had disposed off his shares in SCS to BNDM. However, he remained in SCS to supervise the production and facilities of SCS.

In January 2018, he became our Group Production Manager and continues to lead our Group's production.

He is the brother of Lim Ah Ted, who is our Promoter and substantial shareholder, and uncle to Terence Lim Tze Yung, who is our Promoter and Group Facility Manager.

Further details of his directorships in other companies are as set out in Section 5.4.4 of this Prospectus.

(ix) Royfield Sdn Bhd
Substantial shareholder

Royfield Sdn Bhd is our substantial shareholder.

RSB was incorporated on 18 March 2003 under the Companies Act, 1965 (now repealed by the Act) as a private limited company under its present name.

RSB is the controlling shareholder of BNDM as it has 80.00% shareholdings in BNDM.

As at the LPD, RSB's paid up share capital is RM2,000,000.00 comprising 2,000,000 ordinary shares. RSB is principally involved in investment holding and provision of management services.

The directors and shareholders of RSB as at the LPD are as follows:

	<u>No. of shares</u>	<u>% of shareholdings</u>
<u>Directors and shareholders</u>		
Dato Richard Wee	1,600,000	80.00
Datin Dona Amat Drury	400,000	20.00
<u>Director</u>		
Brandon Wee Wei Xuan	-	-

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

(x) Datin Dona Amat Drury
Substantial shareholder

Datin Dona Amat Drury, Malaysian aged 60, is an indirect substantial shareholder of our Company by virtue of her substantial shareholdings in RSB which in turn is the controlling shareholder of BNDM.

She currently sits on the board of several private companies. She is actively involved in social works. She is the President of the Sarawak Society for the Prevention of Cruelty to Animals ("**SSPCA**") and is actively advocating spaying and neutering of cats and dogs as well as conducting fund-raising for new animal shelters.

Datin Dona Amat Drury is the spouse of Dato Richard Wee, who is our Promoter, substantial shareholder and Non-Independent Executive Chairman, and the mother of Brandon Wee Wei Xuan, who is our Promoter and Business Development Manager.

(xi) Tan Chiew Ting
Substantial shareholder

Tan Chiew Ting, a Malaysian aged 66, is our substantial shareholder.

He completed his Form 5 education in SMK Bintulu in 1977. After finishing school, he started working in his family's hardware business before establishing SFS in 2003, a company which is involved in the distribution of dry F&B for third party brands. He subsequently established Ting & Ling Trading Sdn Bhd, a company which is involved in general trading in 2004 and Asfine Marketing Sdn Bhd, a company which is involved in general trading in frozen products and dry food in 2008 as director and shareholder to distribute frozen food.

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

5.1.3 Changes in our Promoters' and substantial shareholders' shareholdings in our Company

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

Name	As at date of incorporation				As at the [LPD]				After Our IPO			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	(1) %	No. of Shares	(1) %	No. of Shares	(2) %	No. of Shares	(2) %
<u>Promoters and substantial shareholders</u>												
BNDM	1	50.00	-	-	146,400,000	40.67	-	-	146,400,000	34.05	-	-
Dato Richard Wee	-	-	(3) 1	50.00	2,100,000	0.58	(3) 146,400,000	40.67	2,100,000	0.49	(3) 146,400,000	34.05
Lim Ah Ted	1	50.00	-	-	94,500,000	26.25	-	-	94,500,000	21.98	-	-
Ting Ing Thai	-	-	-	-	19,800,000	5.50	-	-	19,800,000	4.60	-	-
<u>Promoters</u>												
Ting Ing Soon	-	-	-	-	9,000,000	2.50	-	-	9,000,000	2.09	-	-
Lim Hang Min	-	-	-	-	2,400,000	0.67	-	-	(6) 2,600,000	0.60	-	-
Brandon Wee Wei Xuan	-	-	-	-	600,000	0.16	-	-	(6) 800,000	0.19	-	-
Terence Lim Tze Yung	-	-	-	-	-	-	-	-	(6) 200,000	0.05	-	-
<u>Substantial shareholders</u>												
RSB	-	-	(4) 1	50.00	-	-	(4) 146,400,000	40.67	-	-	(4) 146,400,000	34.05
Datin Dona Amat Drury	-	-	(5) 1	50.00	-	-	(5) 146,400,000	40.67	-	-	(5) 146,400,000	34.05
Tan Chiew Ting	-	-	-	-	27,000,000	7.50	-	-	27,000,000	6.28	-	-

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

Notes:

- (1) *Based on the total number of 360,000,000 Shares after completion of the Bonus Issue of Shares and before our IPO.*
- (2) *Based on the enlarged total number of 430,000,000 Shares after our IPO.*
- (3) *Deemed interested by virtue of his substantial shareholdings in BNDM pursuant to Section 8 of the Act.*
- (4) *Deemed interested by virtue of its shareholdings in BNDM pursuant to Section 8 of the Act.*
- (5) *Deemed interested by virtue of her substantial shareholdings in BNDM pursuant to Section 8 of the Act.*
- (6) *Assuming all the Pink Form Shares are fully subscribed.*

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

5.1.4 Promoters and / or substantial shareholders' remuneration and benefits

Save for the aggregate remuneration and benefits paid and proposed to be paid for services rendered to our Group in all capacities to our Group, there are no other dividends, amounts or benefits that have been paid or intended to be paid to our Promoters and substantial shareholders within the 2 years preceding the date of this Prospectus.

5.2 BOARD OF DIRECTORS

5.2.1 Board

Our Board comprises the following members:

Name	Age	Nationality	Date of appointment	Designation
Dato Richard Wee	65	Malaysian	11 July 2016	Non-Independent Executive Chairman
Ting Ing Thai	62	Malaysian	14 July 2017	Non-Independent Executive Director
Chin Mui Khiong	70	Malaysian	1 March 2018	Independent Non-Executive Director
Lim Kuan Yew	69	Malaysian	30 May 2022	Independent Non-Executive Director
Junijah Binti Ismail	54	Malaysian	20 March 2024	Independent Non-Executive Director

Pursuant to Clause 21.11 of our Constitution, any Director appointed by our Board shall hold office only until the next annual general meeting and shall then be eligible for re-election. Pursuant to Clause 21.7 of our Constitution, at each annual general meeting of our Company, 1/3 of the Directors for the time being, or, if their number is not 3 or a multiple of 3, then the number nearest to 1/3, shall retire from office at the conclusion of the annual general meeting provided always that all Directors shall retire from office once at least in each 3 years as required by the ACE Market Listing Requirements but shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires. Pursuant to Clause 21.8 of our Constitution, the Directors to retire in every year shall be those who have been longest in office since their last election, but as between persons who became Directors on the same day, the Directors to retire shall be determined by lot, unless they otherwise agree among themselves.

5.2.2 Profiles of our Directors

The profiles of our Directors, namely Dato Richard Wee and Ting Ing Thai, who are also our Promoters and substantial shareholders are disclosed in Section 5.1.2 of this Prospectus.

The profiles of our other Directors are as follows:

(i) **Chin Mui Khiong**
Independent Non-Executive Director

Chin Mui Khiong, a Malaysian aged 70, is our Independent Non-Executive Director, chairperson of our Audit and Risk Management Committee and a member of our Nomination and Remuneration Committee. He was appointed to our Board on 1 March 2018.

He completed the examinations of the Association of Chartered Certified Accountants ("**ACCA**") in 1979 and was admitted as a member of ACCA in December 1982. He is also a member of the Malaysian Institute of Accountants since December 1983, and subsequently admitted as a Fellow member of ACCA in December 1987.

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

He began his career as an auditor at Hanafiah Raslan & Mohamad which subsequently merged with Arthur Andersen in 1990, which in turn merged with Ernst & Young in 2002.

During his career as an auditor, he was responsible for overseeing statutory audits for private limited companies until his appointment as a Partner of the firm in 1997, a position he held until his retirement in June 2015. During the period, he has served as the partner-in-charge of a number of companies listed on Bursa Securities as well as private and quasi-government corporations which included industries such as manufacturing, plantation, banking, construction, transportation services, hotel, hospital, education, stockbroking, unit trusts and government agencies.

In August 2015, he was appointed as an Independent Non-Executive Director of Cahya Mata Sarawak Berhad until his retirement in May 2021. Currently he is also the Independent Non-Executive Director of Landmarks Berhad, Ibraco Berhad and Hubline Berhad, of which these 3 companies are listed on the Main Market of Bursa Securities.

He is an accountant by training with over 35 years of professional experience in the areas of audit and business advisory services.

He has no familial relationships with our Promoters, substantial shareholders, Directors, and key senior management of our Group.

Further details of his directorships in other companies are as set out in Section 5.2.4 of this Prospectus.

(ii) Lim Kuan Yew
Independent Non-Executive Director

Lim Kuan Yew, a Malaysian aged 69, is our Independent Non-Executive Director, chairperson of our Nomination and Remuneration Committee and a member of our Audit and Risk Management Committee. He was appointed to our Board on 30 May 2022.

He has a Diploma in Marketing from Chartered Institute of Marketing in December 1994. Subsequently in October 2002, he obtained a Master of Business Administration from Brunel University.

He began his career as a Branch Manager for Ben Foods (East Malaysia) Sdn Bhd in Miri Sarawak, overseeing a wholesale branch and a supermarket targeting expatriates from April 1983 to July 1985. From August 1985 to January 1992, he was the Branch Manager for QAF (Singapore) Pty Ltd in Kuching Sarawak, managing wholesale and supermarket outlets. From February 1992 to December 2021, he was General Manager for Ben Foods (Brunei) Sdn Bhd where he was responsible for implementing key frameworks for the supermarket business.

He has over 30 years of experience in the fast-moving consumer goods industry.

He has no familial relationships with our Promoters, substantial shareholders, Directors, and key senior management of our Group.

Further details of his directorships in other companies are as set out in Section 5.2.4 of this Prospectus.

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

(iii) Junijah binti Ismail
Independent Non-Executive Director

Junijah binti Ismail, a Malaysian aged 54, is our Independent Non-Executive Director and a member of both our Audit and Risk Management Committee and Nomination and Remuneration Committee. She was appointed to our Board on 20 March 2024.

She graduated from the Institut Teknologi Mara, now known as Universiti Teknologi Mara (UiTM), with a Diploma in Accountancy on 10 October 1992.

Upon her graduation, her professional journey began as an Account Assistant at Toko Electronic (Sarawak) Sdn Bhd, a radio coil laboratory manufacturing company, from June 1992 to November 1995. During this period, she was involved in finalising full sets of accounts, preparing the company budget, managing fund flow, handling fixed assets, and maintaining payroll records.

Subsequently, she joined Gagasan Sdn Bhd, a company involved in furniture manufacturing, from December 1995 to November 1997 as an Accounts Executive, where she was responsible in analysing monthly accounts, fixed assets management inventory control, preparation of company's budget and reports to the Finance Manager.

In December 1997, she joined Merdeka Palace Hotel & Suites, firstly as a Hotel Accountant, before she was promoted to Acting Financial Controller in November 2005. Thereafter in November 2015, she was made the Financial Controller where she was responsible in managing the Finance Department, and assisted the General Manager and the management for the hotel in establishing and administering a system of positive follow-up, review and controls. She left Merdeka Palace Hotel & Suites in October 2020.

Subsequently, she joined IBZ Mineral Resources Sdn Bhd, a company which carries out quarry activities, as a Finance Manager in November 2020. In April 2022, she was made the Finance Manager for IBZ Corporation Sdn Bhd which is the holding company of IBZ Mineral Resources Sdn Bhd, a position which she holds until today. She was then appointed as a Director of IBZ Mineral Resources Sdn Bhd in July 2022, a position which she still holds until today.

In May 2023, she was appointed as a Non-Executive Independent Director of Ibraco Berhad, a company listed on the Main Market of Bursa Securities.

She has no familial relationships with the Promoters, substantial shareholders, Directors and key senior management of our Group.

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

5.2.3 Shareholdings of our Directors

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

Name	Before our IPO				After our IPO			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	(1) %	No. of Shares	(1) %	No. of Shares	(2) %	No. of Shares	(2) %
Dato Richard Wee	2,100,000	0.58	⁽³⁾ 146,400,000	40.67	2,100,000	0.49	⁽³⁾ 146,400,000	34.05
Ting Ing Thai	19,800,000	5.50	-	-	19,800,000	4.60	-	-
Chin Mui Khiong	300,000	0.08	-	-	⁽⁴⁾ 600,000	0.13	-	-
Lim Kuan Yew	-	-	-	-	⁽⁴⁾ 300,000	0.07	-	-
Junijah Binti Ismail	-	-	-	-	⁽⁴⁾ 300,000	0.07	-	-

Notes:

- (1) Based on the total number of 360,000,000 Shares after the completion of the Bonus Issue of Shares and before our IPO.
- (2) Based on the enlarged total number of 430,000,000 Shares after our IPO.
- (3) Deemed interested by virtue of his substantial shareholdings in BNDM pursuant to Section 8 of the Act.
- (4) Assuming full subscription of the Pink Form Shares reserved for our eligible Directors.

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

5.2.4 Principal directorships and business activities of our Directors outside our Group

Save as disclosed below, none of our Directors are involved in any other principal business activities outside our Group as at the LPD. The following table sets out the principal directorships of our Directors outside our Group and the principal business activities performed by our Directors outside our Group as at the LPD (“**Present Involvement**”) and those other principal directorships of our Directors outside our Group that were held within the past 5 years up to the LPD (“**Past Involvement**”):

(i) Dato Richard Wee

<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
<u>Present involvement</u>				
<u>Hubline Berhad and its subsidiaries</u>				
Hubline Berhad	27 September 1985	-	Director / Shareholder (Direct: < 0.01% / Indirect: 18.19% ⁽¹⁾)	<ul style="list-style-type: none"> Investment holding and provision of management services. Its subsidiaries are involved in the provision of shipping logistics services, general aviation and operation of a flying academy.
Highline Shipping Sdn Bhd	28 March 2022	-	Director / -	<ul style="list-style-type: none"> Investment holding company involved in provision of management services and chartering of vessel.
Layang-Layang Aerospace Sdn Bhd	18 May 2019	-	Director / -	<ul style="list-style-type: none"> Helicopter and fixed wing aircraft charter services, maintenance of aircraft, ground handling services and component overhaul, servicing and supply, calibration services for maintenance and repair of laboratory equipment and supplies.
Layang Layang Flying Academy Sdn Bhd	18 May 2019	-	Director / -	<ul style="list-style-type: none"> Provision of helicopter and fixed wing flight training.

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

Directorships / Shareholdings	Date of appointment as director	Date of resignation as director	Position held / % of shareholding held	Principal activities
Layang Layang Oil & Gas Sdn Bhd	14 June 2019	-	Director / -	<ul style="list-style-type: none"> Transportation, distribution and supply of gaseous fuels of all kinds through a system of mains.
Ozlink Sdn Bhd	22 August 2001	-	Director / -	<ul style="list-style-type: none"> Shipowner and charters out vessels on a time charter basis.
EM Carriers Sdn Bhd	8 June 1999	-	Director / -	<ul style="list-style-type: none"> Shipowner and charters out vessels on a time charter basis.
Speedtail Offshore Services Sdn Bhd	16 August 2022	-	Director / -	<ul style="list-style-type: none"> Transport by towing or pushing of barges, oil rigs; transport of passenger via rivers, canals, lakes and other inland waterways, including inside harbours and ports.
Hub Carrier Sdn Bhd	7 January 2019	-	Director / -	<ul style="list-style-type: none"> Business as ship owners, shipping operators, shipping agents, loading brokers, lightermen, freight and haulage contractors, dock owners, stevedores, warehousemen, wharfingers, salvors, chandlers, ship builders, ship repairers and to acquire, own or build facilities for these purposes.
<u>RSB Group</u> RSB	5 November 2003	-	Director / Shareholder (Direct: 80.00%)	<ul style="list-style-type: none"> Investment holding and provision of management services. Its subsidiaries are involved in property investment, restaurants, industrial gases, medical services, oil and gas aviation services et cetera.

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

Directorships / Shareholdings	Date of appointment as director	Date of resignation as director	Position held / % of shareholding held	Principal activities
Intercontinental Management Services Sdn Bhd	7 December 2021	-	Director / Shareholder (Indirect: 48.78%) ⁽²⁾	<ul style="list-style-type: none"> Business management consultancy services, assets / portfolio management, activities of holding companies.
HAS International Sdn Bhd	30 December 2021	-	Director / Shareholder (Indirect: 80.00%) ⁽²⁾	<ul style="list-style-type: none"> Providing air transport-chartered services for the oil & gas industry.
BNDM	16 August 2004	-	Director / Shareholder (Indirect: 80.00%) ⁽²⁾	<ul style="list-style-type: none"> Investment holding and provision of management services. Its subsidiaries are involved in property investment, restaurants, industrial gases, medical services, oil and gas aviation services et cetera.
WHTS Capital Sdn Bhd	6 September 2011	-	Director / Shareholder (Indirect: 100.00%) ⁽¹⁾	<ul style="list-style-type: none"> Dormant.
WHTS Venture Sdn Bhd	6 September 2011	-	Director / Shareholder (Indirect: 100.00%) ⁽¹⁾	<ul style="list-style-type: none"> Property development.
WHTS Resources Sdn Bhd	6 September 2011	-	Director / Shareholder (Indirect: 75.00%) ⁽¹⁾	<ul style="list-style-type: none"> Operating of a restaurant.
WHT Properties Sdn Bhd	12 June 2006	-	Director / Shareholder (Indirect: 100.00%) ⁽¹⁾	<ul style="list-style-type: none"> Property development.
Mandarin Express Sdn Bhd	3 May 2016	-	Director / Shareholder (Indirect: 60.00%) ⁽¹⁾	<ul style="list-style-type: none"> Operating of a restaurant.
Radium Properties Sdn Bhd	15 July 2014	-	Director / Shareholder (Indirect: 51.00%) ⁽¹⁾	<ul style="list-style-type: none"> Property development.
Matop Sawit Mini Estate Sdn Bhd	14 January 2008	-	Director / Shareholder (Indirect: 100.00%) ⁽¹⁾	<ul style="list-style-type: none"> Investment company, recycles of tyres and planting of rubber trees.

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

Directorships / Shareholdings	Date of appointment as director	Date of resignation as director	Position held / % of shareholding held	Principal activities
SAGASCO Sdn Bhd	12 December 2017	-	Director / Shareholder (Indirect: 100.00%) ⁽¹⁾	• Dormant.
P-Parking Malaysia Sdn Bhd	27 February 2013	-	Director / Shareholder (Indirect: 12.50%) ⁽¹⁾	• Carpark management and operation services.
Northbank Specialist Hospital Sdn Bhd	11 April 2019	-	Director / Shareholder (Indirect: 50.00%) ⁽¹⁾	• General medical services and hospital activities.
EPT Sdn Bhd	15 September 2011	1 February 2020	- / Shareholder (Indirect: 89.35%) ⁽¹⁾	• Selling of provisional and consumable goods; road construction.
Others				
Damai Golf & Country Club Berhad	-	-	- / Shareholder (Direct: < 0.01%)	• Ownership and management of a golf course and other related activities.
WHT Estates Sdn Bhd	21 July 2008	-	Director / Shareholder (Direct: 99.99%)	• Property investment.
WHT Industrials Sdn Bhd	27 September 1985	-	Director / Shareholder (Direct: 50.00%)	• Dormant.
LICS Resources Sdn Bhd	26 July 2016	-	Director / Shareholder (Direct: 50.00%)	• Investment holding.
Mirage Holdings (S) Sdn Bhd	25 August 2000	-	Alternate Director / Shareholder (Direct: < 0.01%)	• Investments in and management of stocks, shares and properties.
Wee Hood Teck Holdings Sdn Bhd	19 July 2000	-	Alternate Director / Shareholder (Direct: < 0.01%)	• Dormant.
Wee Hood Teck And Sons Sendirian Berhad	23 May 2005	-	Director / Shareholder (Direct: 24.98%)	• Dormant.
CR Systems Sdn Bhd	13 March 1996	-	Director / Shareholder (Direct: 46.67%)	• Industrial cleaners, launderers, clean room services.

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

Directorships / Shareholdings	Date of appointment as director	Date of resignation as director	Position held / % of shareholding held	Principal activities
Harmony Empire Sdn Bhd	7 April 2014	-	Director / Shareholder (Direct: 60.00%)	<ul style="list-style-type: none"> Property investment.
Datin Amar Kathryn Wee Yuk Lian Bhd	3 May 2012	-	Director / -	<ul style="list-style-type: none"> Charitable organisation.
Good Worldclass Sdn Bhd	19 February 2010	-	Director / Shareholder (Direct: 5.73%)	<ul style="list-style-type: none"> Property investment.
CHMS Education Foundation	11 December 2009	-	Director / -	<ul style="list-style-type: none"> Education foundation.
Pergola Sdn Bhd	-	-	- / Shareholder (Direct: 33.33%)	<ul style="list-style-type: none"> Property investment.
Top Sunhill Sdn Bhd	9 June 2008	-	Director / Shareholder (Direct: 6.29%)	<ul style="list-style-type: none"> Property investment.
Mucow Malaysia Sdn. Bhd.	30 January 2020	-	Director / Shareholder (Direct: 35.00%)	<ul style="list-style-type: none"> Rearing of cows and goats and in the production of dairy products.
Sara Tegas Sdn Bhd	2 March 2016	-	Director / Shareholder (Direct: 33.33%)	<ul style="list-style-type: none"> Wholesale of a variety of goods.
Goodwill Harmony Sdn Bhd	-	-	- / Shareholder (Direct: 4.88%)	<ul style="list-style-type: none"> Investment in property.
WHT Land Sdn Bhd	21 July 2008	-	Director / Shareholder (Direct: 67.67%)	<ul style="list-style-type: none"> Property development and holdings.
Yayasan Dee Hati	1 August 2022	-	Director / -	<ul style="list-style-type: none"> To run Diyana Zuraimi Centre for grief, bereavement and trauma (GBAT) and all related activities, promoting health and charity.
Majuhati Sdn Bhd	4 October 2023	-	Director / Shareholder (Direct: 100.00%)	<ul style="list-style-type: none"> Other management consultancy activities N.E.C, activities of holding companies, wholesale of a variety of goods without any particular specialisation N.E.C.

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

Directorships / Shareholdings	Date of appointment as director	Date of resignation as director	Position held / % of shareholding held	Principal activities
Ribco Sdn Bhd	5 October 2023	-	Director / Shareholder (Direct: 100.00%)	<ul style="list-style-type: none"> Activities of holding companies, wholesale of a variety of goods without any particular specialisation N.E.C., other management consultancy activities N.E.C.
Unity Education Advancement Sdn Bhd	14 November 2023	-	Director / Shareholder (Direct: 50.00%)	<ul style="list-style-type: none"> Activities of holding companies, other management consultancy activities N.E.C.
Hub Petchem Terminal Sdn Bhd	22 May 2020	-	Director / Shareholder (Direct: 100.00%)	<ul style="list-style-type: none"> Managing and operating of petroleum chemical bulking terminal.
The Sarawak Steamship Company Berhad	-	-	- / Shareholder (Direct: < 0.01%)	<ul style="list-style-type: none"> Shipping, travel and commission agents.
P Estates Sdn Bhd	15 March 2017	-	Director / Shareholder (Direct: 50.00%)	<ul style="list-style-type: none"> Planting trees, replanting, transplanting, thinning and conserving of forests and timber tracts, and operation of forest tree nurseries.
P-Parking Holdings Sdn Bhd	-	-	- / Shareholder (Direct: 50.00%)	<ul style="list-style-type: none"> Carpark operation and management.
<u>Past Involvement</u>				
EM Container Line Sdn Bhd	6 August 1999	-	Director / -	<ul style="list-style-type: none"> Ship owner & charter out vessels on a time charter basis. This company has been dissolved.
EM Line Sdn Bhd	22 October 1998	-	Director / -	<ul style="list-style-type: none"> Ship owner & charter out vessels on a time charter basis. This company has been dissolved.
Premier Spectrum Sdn Bhd	22 May 2000	-	Director / -	<ul style="list-style-type: none"> Non-operating. This company has been dissolved.

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

Directorships / Shareholdings	Date of appointment as director	Date of resignation as director	Position held / % of shareholding held	Principal activities
Pentagon Development (S) Sdn Bhd	-	-	- / Shareholder (Direct: 10.00%)	<ul style="list-style-type: none"> Developers, builders, contractors, electrical and construction engineers purchase land. This company has been dissolved.
Metropolitan (East Malaysia) Sdn Bhd	-	-	- / Shareholder (Direct: 0.85%)	<ul style="list-style-type: none"> Investment in properties and shares, receiving income from properties. The company has been dissolved.
Rich Pattern Sdn Bhd	-	-	- / Shareholder (Direct: 30.00%)	<ul style="list-style-type: none"> Property development. This company has been dissolved.
Zon Permata Sdn Bhd	7 April 2014	-	Director / Shareholder (Direct: 50.00%)	<ul style="list-style-type: none"> Property investment. This company has been dissolved.
Renewable Resources Tech Sdn Bhd	3 July 2008	27 August 2019	Director / -	<ul style="list-style-type: none"> Consultancy services.
Butchers Deli Sdn Bhd	23 April 2015	17 July 2019	Director / -	<ul style="list-style-type: none"> Wholesale and retailing of food provision and cooked food.
Butchers Smokehouse Sdn Bhd	23 April 2015	17 July 2019	Director / -	<ul style="list-style-type: none"> Business of importers, exporters, wholesaler and retailer of meat, dairy products, provision of goods and food stuffs.
Seacoast (1981) Sdn Bhd	24 February 1984	-	Director / -	<ul style="list-style-type: none"> Properties. This company has been dissolved.
General Parts Supplier Sdn Bhd	24 February 1984	-	Director / -	<ul style="list-style-type: none"> Investment and property holding. This company has been dissolved.
Casablanca Trading (M) Sdn Bhd	1 July 1986	-	Director / -	<ul style="list-style-type: none"> General trading and other collateral business wholesale distribution of cosmetics and skin care products. This company is winding up.

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

Directorships / Shareholdings	Date of appointment as director	Date of resignation as director	Position held / % of shareholding held	Principal activities
Chemitreat (Sarawak) Sdn Bhd	2 May 1990	-	Director / Shareholder (Direct: 60.00%)	<ul style="list-style-type: none"> • Manufacture of water treatment units etc, chemicals, importers / exporters of chemicals servicing / repairing boilers, water tanks, etc. This company has been dissolved.
South China Sea Produce Sdn Bhd	8 September 1990	-	Director / -	<ul style="list-style-type: none"> • General merchandise. This company has been dissolved.
Kellington Technologies (Sarawak) Sdn Bhd	1 June 2022	23 November 2023	Director / -	<ul style="list-style-type: none"> • Construction of utility projects N.E.C, electrical installation N.E.C and other construction installation N.E.C.
Healthy Growth Sdn Bhd	18 March 2003	-	Director / Shareholder (Direct: 50.00%)	<ul style="list-style-type: none"> • Non trading. This company has been dissolved.
Timor Electric Enterprise Sdn Bhd	30 January 1985	-	Director / Shareholder (Direct: 50.00%)	<ul style="list-style-type: none"> • Electricians, mechanical, engineers and manufacturers, dealers in electrical goods, hire any property and manufacture, put up and use telephones, telegraphs and etc. This company has been dissolved.
Equasphere Technology Consulting Sdn Bhd	-	-	- / Shareholder (Direct: 25.00%)	<ul style="list-style-type: none"> • Dormant. This company has been dissolved.
Kenyalang Capital Sdn Bhd	22 June 2020	22 September 2021	Director / -	<ul style="list-style-type: none"> • Investment holding and industrial gas business.
Top Sunbest Sdn Bhd	13 December 2008	6 April 2022	Director / -	<ul style="list-style-type: none"> • Property investment.
R&W Majujaya Sdn Bhd	12 June 2015	-	Director / Shareholder (Direct: 51.00%)	<ul style="list-style-type: none"> • Commercial trading. This company has been dissolved.

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

Notes:

- (1) Deemed interested by virtue of his substantial shareholdings in BNDM pursuant to Section 8 of the Act.
- (2) Deemed interested by virtue of his substantial shareholdings in RSB pursuant to Section 8 of the Act.

(ii) Ting Ing Thai

<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
<u>Present involvement</u>				
None	-	-	-	-
<u>Past involvement</u>				
Meriframe Sdn Bhd	30 June 2000	-	Director / Shareholder (Direct: 15.43%)	• Café operator. This company has been dissolved.
Ting and Ting Food Catering Sdn Bhd	17 April 1997	-	Director / Shareholder (Direct: 49.50%)	• Food catering. The company has been dissolved.
Hungry Horse Fried Chicken Sdn Bhd	8 April 1997	-	Director / Shareholder (Direct: 45.00%)	• Fast food restaurant. This company has been dissolved.
Ting and Ting Supermarket Sendirian Berhad	6 June 1996	-	Director / Shareholder (Direct: 50.00%)	• Operating a supermarket and general trading. This company has been dissolved.

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

(iii) Chin Mui Khiong

<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
<u>Present involvement</u>				
Landmarks Berhad	27 October 2017	-	Director / -	<ul style="list-style-type: none"> Investment holding and the provision of management services.
Hubline Berhad	17 January 2018	-	Director / -	<ul style="list-style-type: none"> Investment holding and the provision of management services. Its subsidiaries are involved in the provision of shipping logistics services, general aviation and operation of a flying academy.
Development Bank of Sarawak Berhad	15 June 2020	-	Director / -	<ul style="list-style-type: none"> To carry on development financial institution.
Ibraco Berhad	26 May 2023	-	Director / -	<ul style="list-style-type: none"> Property development and investment holding.
Elegant Delight Sdn Bhd	-	-	- / Shareholder (Direct: 20.00%)	<ul style="list-style-type: none"> Investment holding company in properties.
SB Corporate Services Sdn Bhd	-	-	- / Shareholder (Direct: 25.00%)	<ul style="list-style-type: none"> Other management consultancy activities N.E.C; accounting and bookkeeping.
JK Tax Services Sdn Bhd	10 January 2019	-	Director / Shareholder (Direct: 95.00%)	<ul style="list-style-type: none"> Providing tax consultancy, tax advisory and tax planning services.

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

<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
<u>Past involvement</u>				
Cahaya Mata Sarawak Berhad	3 August 2015	31 May 2021	Director / -	<ul style="list-style-type: none"> Investment holding company, also provides centralised treasury and administrative services for the group.
COPE Private Equity Sdn Bhd	5 May 2016	1 October 2020	Director / -	<ul style="list-style-type: none"> Management of private equity investments.
ASSAR Corporate Services Sdn Bhd	1 January 2017	28 February 2024	Director / -	<ul style="list-style-type: none"> Business management consultancy services.
(iv) Lim Kuan Yew				

<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
<u>Present involvement</u>				
None	-	-	-	-
<u>Past involvement</u>				
None	-	-	-	-

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

(v) Junijah binti Ismail

<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
<u>Present involvement</u>				
Ibraco Berhad (listed on the Main Market of Bursa Securities)	26 May 2023	-	Director / -	<ul style="list-style-type: none"> Property development and investment holding.
IBZ Mineral Resources Sdn Bhd	8 July 2022	-	Director / -	<ul style="list-style-type: none"> Quarrying, rough trimming and sawing of monumental and building stone such as marble granite (dimension stoner), sandstone; and construction of buildings N.E.C; and Manufacture of prefabricated structural components for building or civil engineering of cement, concrete or artificial stone.
<u>Past involvement</u>				
None	-	-	-	-

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

5.2.5 Directors' remuneration and benefits-in-kind

The aggregate remuneration and material benefits-in-kind paid to our current Directors for services rendered to our Group for FYE 2023 and proposed to be paid for FYE 2024 are as follows:

	Salaries	Fees and allowances	Bonuses	Statutory contributions ⁽¹⁾	Benefits-in-kind	Total
FYE 2023	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Independent Non-Executive Directors						
Chin Mui Khiong	-	40	-	-	-	40
Lim Kuan Yew	-	40	-	-	-	40
Junijah binti Ismail	-	-	-	-	-	-
Non-Independent Executive Directors						
Dato Richard Wee	432	264	125	104	7	932
Ting Ing Thai	192	190	125	47	-	554
FYE 2024	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Independent Non-Executive Directors						
Chin Mui Khiong	-	30	-	-	-	30
Lim Kuan Yew	-	30	-	-	-	30
Junijah binti Ismail	-	15	-	-	-	15
Non-Independent Executive Directors						
Dato Richard Wee	432	264	125	104	7	932
Ting Ing Thai	192	190	125	47	-	554

Notes:

(1) These comprise contribution to Employees Provident Fund and Social Security Organisation.

(2) Bonuses, if any, will be determined later based on the individual's performance as well as our Group's performance at the time of assessment.

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

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

5.3 BOARD PRACTICES

Our Board is committed to inculcating good corporate governance practices in our Group from time to time in accordance with the practices and guidance based on the MCCG framework. Our Board believes that corporate governance is important to the success of our Group's business. In this regard, we are committed to adopt the MCCG framework. We intend to comply with other aspects of the MCCG framework (e.g. sustainability strategies, priorities and targets, Board's nomination and selection process, Board annual assessment, remuneration policy and procedure for Directors and key senior management, and the conducts of General Meetings) upon Listing. We will also provide a statement on the extent of compliance with the MCCG framework in our first annual report after our Listing.

Our Board has acknowledged the latest recommendation the MCCG framework, which include amongst others, that our Board should comprise at least 30% women directors. Upon the completion of our Listing, our Group will have 1 woman director out of a total of 5 Directors which would amount to 20.00% of our Board comprising woman director. Although this will be in compliance with Rule 15.02(1)(b) of the ACE Market Listing Requirements which recommends that a listed corporation must ensure that at least 1 director of the listed corporation is a woman but it still falls short of the 30% recommendation by the MCCG framework. Subsequently, our Group will strive towards identifying suitable candidates to be appointed as director(s) to ensure that the above recommendation under the MCCG framework will be complied within 24 months after our Listing.

5.3.1 Directors' term of office

As at the LPD, the date of expiry of the current term of office for each of our Directors and the period that each of them has served in that office is as follows:

<u>Directors</u>	<u>Date of appointment</u>	<u>Date of expiry of the current term of office</u>	<u>Approximate no. of years and months in office up to the date of this Prospectus</u>
Dato Richard Wee	11 July 2016	Subject to retirement by rotation at the AGM 2026	7 years and 8 months
Ting Ing Thai	14 July 2017	Subject to retirement by rotation at the AGM 2026	6 years and 8 months
Chin Mui Khiong	1 March 2018	Subject to retirement by rotation at the AGM 2025	6 years
Lim Kuan Yew	30 May 2022	Subject to retirement by rotation at the AGM 2025	1 year and 10 months
Junijah binti Ismail	20 March 2024	Subject to re-election at the AGM 2025	Less than 1 month

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

5.3.2 Audit and Risk Management Committee

The Audit and Risk Management Committee shall solely comprise of Independent Non-Executive Directors. The Audit and Risk Management Committee was constituted on 20 March 2024 by our Board with the function of assisting our Board in fulfilling its oversight responsibilities. The composition of our Audit and Risk Management Committee is set out below:

Name	Designation	Directorship
Chin Mui Khiong	Chairperson	Independent Non-Executive Director
Lim Kuan Yew	Member	Independent Non-Executive Director
Junijah binti Ismail	Member	Independent Non-Executive Director

Our Audit and Risk Management Committee has full access to both internal and external auditors' advice who in turn have access at all times to the Chairperson of our Audit and Risk Management Committee. The key duties and responsibilities of our Audit and Risk Management Committee as stated in its terms of reference include, amongst others, the following:

- (i) review the following and report the same to our Board:
 - (a) the audit plan, evaluation of the internal control system of our Group and the audit report with the external auditors; the assistance given by the employees of our Group to the external auditors;
 - (b) the adequacy of the scope, competency and resources of the internal audit function and that it has the necessary authority to carry out its work;
 - (c) the internal audit plan, processes, the results of the internal audit assessment or investigations undertaken and whether or not appropriate action is taken on the recommendations;
 - (d) the quarterly results and year-end financial statements, before approval by our Board, focusing particularly on:
 - changes in or implementation of major accounting policy changes;
 - significant matters highlighted, including financial reporting issues, significant judgements made by key senior management, significant and unusual events or transactions, and how these matters are addressed; and
 - compliance with accounting standards and other legal requirements;
 - (e) any related party transactions and conflict of interest situation that arose, persist or may arise within our Company or Group, including any transaction, procedure or course of conduct that raises questions of key senior management's integrity, and the measures taken to resolve, eliminate, or mitigate such conflicts;
 - (f) any letter of resignation from the external auditors; and
 - (g) whether there is reason (supported by grounds) to believe that external auditors are not suitable for re-appointment;
- (ii) consider the appointment and re-appointment of the external auditors, the audit fee and any question of dismissal;

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

- (iii) assess, review and monitor the suitability and independence of external Auditors in accordance with the external auditors assessment policy which take into consideration the following:
 - (a) written assurance from external auditors confirming they are, and have been, independent throughout the conduct of audit engagement in accordance with the terms of relevant professional and regulatory requirements;
 - (b) the competence, audit quality and resource capacity of the audit firm in relation to the audit, including information presented in the audit firm's Annual Transparency Report which encompasses, inter-alia, the audit firm's governance and leadership structure and measures taken by the audit firm to uphold audit quality and manage risks; and
 - (c) the nature and extent of non-audit services rendered by the external auditors and / or their affiliates, and the level of fees paid for such services relative to the audit fees;
- (iv) approve any appointment or termination of the head of internal audit function and review any appraisal or assessment of the performance of the head of internal audit function;
- (v) set, review and approve a policy on non-audit services which may be provided by the external auditors and/or their affiliates, and conditions and procedures which must be adhered to by the external auditors and / or their affiliates in the provision of such services;
- (vi) approve non-audit services before they are provided by the external auditors and/or their affiliates;
- (vii) consider the major findings of internal investigations and the key senior management's response;
- (viii) verify the allocation of the Employees' Share Option Scheme ("ESOS") in compliance with the criteria as stipulated in the By-Law of ESOS of our Company, if any;
- (ix) review the annual Statement on Risk Management and Internal Control to be published in the Annual Report;
- (x) review and recommend for our Board's approval, our Group's risk management policy framework, key policies and strategies, and any proposed changes thereto;
- (xi) review and recommend for our Board's approval, the Risk Management Report from the risk management working group, risk appetite and tolerance levels, key operating risks, and emerging risks and ensure the effectiveness of mitigating measures to manage these risks; and
- (xii) any other function as may be required by our Board from time to time.

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

5.3.3 Nomination and Remuneration Committee

The Nomination and Remuneration Committee was constituted on 20 March 2024 by our Board. The composition of our Nomination and Remuneration Committee is set out below:

Name	Designation	Directorship
Lim Kuan Yew	Chairperson	Independent Non-Executive Director
Chin Mui Khiong	Member	Independent Non-Executive Director
Junijah binti Ismail	Member	Independent Non-Executive Director

The key duties and responsibilities of our Nomination and Remuneration Committee as stated in its terms of reference include, amongst others, the following:

- (i) review and consider the size and composition of our Board and Board Committees with a view to determining the impact of the number and composition upon our Board's and Board Committees' effectiveness and recommend to our Board any improvements to be made;
- (ii) develop and review the policy on Board composition, in terms of the mix of skills, independence and diversity (including gender diversity), age, tenure and other qualities, required to facilitate effective and efficient functioning of our Board;
- (iii) review our Board's nomination and election process, including the subsidiaries;
- (iv) set out and communicate the expectations of Directors regarding the level of contribution and time commitment;
- (v) develop, maintain and review the criteria to be used in the recruitment process;
- (vi) recommend to our Board, candidates for all directorships in our Company and its subsidiaries. In making the recommendations, the Committee shall also consider candidates proposed by the Chairman and, within the bounds of practicability, by any Director or shareholder or sourcing from independent search firms / directors' registry. In making its recommendations, the Committee shall refer to a Fit and Proper Policy and consider, amongst others, the candidates':
 - (a) skills, knowledge, expertise and experience;
 - (b) competency and performance;
 - (c) character, professionalism and integrity;
 - (d) number of directorships (including directorship on boards of non-listed companies outside our Group) and other external obligations which may affect the Director's commitment, including time commitment and value contribution; and
 - (e) in the case of candidates for the position of Independent Director, the Committee shall also evaluate the candidates' ability to discharge such responsibilities/ functions as are expected from Independent Directors.

Prior to the appointment, the prospective Director shall be required to sign a Fit and Proper declaration, and disclose any other business interests that may result in a conflict of interest;

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

- (vii) recommend to our Board and facilitate appropriate induction and education programme for new Directors; evaluate the training needs of Directors to enhance their competencies and ensure that their training needs are met and they are kept abreast of all regulatory changes and developments in the business environment;
- (viii) recommend to our Board, Directors to fill the seats on Board Committees;
- (ix) on an annual basis, review the required mix of skills, length of services, experience and other qualities of our Board, including core competencies which Non-Executive Directors shall bring to our Board;
- (x) review the re-election process of Directors and Directors of subsidiaries having due regard to their performance and ability to continue to contribute to our Board and / or its subsidiaries in the light of knowledge, skills, experience and fit and proper criteria required;
- (xi) review any matters relating to the continuation in office of any Director at any time, including the suspension or termination of service of an Executive Director as an employee of our Company subject to the provisions of the laws and their service contracts;
- (xii) consider the appointment of any Director to executive or other office;
- (xiii) assess annually the effectiveness of our Board, as a whole, Board Committees and the contribution of each individual Director;
- (xiv) develop, maintain and review the criteria to be used in the assessment of Board, as a whole, Board Committees and individual Directors;
- (xv) review the policy on board diversity, including but not limited to gender diversity, age and ethnicity;
- (xvi) review and oversee the succession planning for Board members (including Chairman and Chief Executive Officer / Group Managing Director) and key senior management of our Company;
- (xvii) review and recommend to our Board the individual compensation and benefits arrangements for Executive Directors and key senior management, taking into consideration the policies and procedures pertaining to Directors' and key senior management's remuneration, where appropriate;
- (xviii) review and recommend to our Board the Directors' Fit and Proper Policy for the appointment and re-election of the Directors of our Company and its subsidiaries from time to time; and
- (xix) to consider other matters as referred to the Committee by our Board.

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

5.4 KEY SENIOR MANAGEMENT

5.4.1 Key senior management team

The composition of our key senior management team is set out below:

Name	Age	Nationality	Designation
Tay Pick Chong	52	Malaysian	Group General Manager
Ho Mui Siok	55	Malaysian	Group Finance Manager
Justin Ho Tze Shiuan	47	Malaysian	Assistant General Manager cum Sales and Marketing Manager
Lim Hang Min	62	Malaysian	Group Production Manager
Lim Kok Cheng	61	Malaysian	General Manager of BFL
Brandon Wee Wei Xuan	39	Malaysian	Business Development Manager
Terence Lim Tze Yung	41	Malaysian	Group Facility Manager

5.4.2 Profiles of our key senior management

The profile of our key senior management, Lim Hang Min, Brandon Wee Wei Xuan and Terence Lim Tze Yung are set out in Section 5.1.2 of this Prospectus.

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

(i) Tay Pick Chong
Group General Manager

Tay Pick Chong, a Malaysian aged 52, is our Group General Manager. He is responsible for the overall daily operations and implementation of our Group's business strategies.

He graduated with honors in Hospitality Management from Stamford College, Kuching in December 1995. He began his career at Value Hospitality in April 1996 as a Management Trainee where he oversees food and beverage at Value Inn in Klang. Subsequent, in October 1998, he became a Food and Beverages Outlet Manager at ParkCity Everly Hotel in Bintulu Sarawak until his resignation in December 2001.

He then became the General Manager at Supreme Food Supply (Bintulu) Sdn Bhd in January 2002 until December 2004 before he took a 3 months career break until March 2005. From April 2005 to November 2009, he served as the Regional Sales Manager at Nestle Products Sdn Bhd, a company which is involved in the distribution of Nestle products for East Malaysia and Brunei until his resignation in November 2009.

Subsequently in the same month of November 2009, he joined Fonterra Brands Malaysia Sdn Bhd, a company which is involved in the manufacturing and distribution of products within the Fonterra portfolio of brand as its Regional Sales Manager until April 2012. In May 2012, he joined SFS as its Regional General Manager, earning a promotion to his current position in January 2019.

He has no familial relationships with our Promoters, substantial shareholders, Directors, and other key senior management of our Group.

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

(ii) Ho Mui Siok
Group Finance Manager

Ho Mui Siok, a Malaysian aged 55, is our Group Finance Manager. She is responsible for all financial matters of our Company.

She is a qualified chartered accountant. She obtained her professional accounting qualification from ACCA in October 1999 and has been a Member of the Malaysian Institute of Accountants since July 2000.

She began her career as an Audit Junior at KPMG Malaysia in June 1991, where she conducted audit activities for diverse industries until her resignation as an Audit Senior in December 2000. She immediately joined Eastern Oxygen Industries Sdn Bhd (“**EOX**”), which is involved in the manufacturing and sales of industrial and commercial gases and trading of welding and medical equipment and related products in the same month as an Accountant and Admin Manager and subsequently was promoted to the company’s Finance Manager in April 2006. At the same time, she was also appointed as the Company Secretary of EOX. However, she ceased to be the Company Secretary in August 2011 after EOX was taken over by Malaysian Oxygen Bhd, a member of the Linde Group, and subsequently changed its name to Linde EOX Sdn Bhd (“**Linde**”), which is also involved in the manufacturing and sales of industrial and commercial gases and trading of welding and medical equipment and related products. After the take-over exercise, she continued to be the Finance Manager of the company.

In April 2014, she was re-designated as the company’s Manager-in-charge of corporate taxations where she was responsible for amongst others, all corporate tax matters for Linde’s group of entities in Malaysia. She then left Linde in September 2017 and subsequently joined our Company in her current position since October 2017.

She has no familial relationships with our Promoters, substantial shareholders, Directors, and other key senior management of our Group.

(iii) Justin Ho Tze Shiuan
Assistant General Manager cum Sales and Marketing Manager

Justin Ho Tze Shiuan, a Malaysian aged 47, is our Assistant General Manager cum Sales and Marketing Manager. He is primarily responsible for leading our Group’s sales activities.

He obtained a Bachelor of Science in Business Administration, majoring in finance with a minor in Economics from Hawaii Pacific University in August 1998. He then completed his Master of Business Administration at the University of Sunderland in November 2014.

He began his career in February 1999 at Kilpatrick Townsend & Stockton, an international law firm, at their office in California, USA as a Staff Accountant where he was responsible for handling budget and billing responsibilities until September 2003. He then pursued a Mandarin course with the Communication University of China (formerly Beijing Broadcasting Institute) in June 2004 before returning to Malaysia in January 2005.

He spent the next few months exploring opportunities before joining Bing! Coffee Company Sdn Bhd which operates café business in November 2006 as a Director cum Café Manager, where he managed the day-to-day operations of the café, until his resignation in August 2008. He joined Eastern Oxygen Industries Sdn Bhd in September 2008 as the Cylinder Asset Manager, where he was responsible for amongst others, managing key customers, securing contracts and managing the company’s cylinder assets until February 2011.

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

In March 2011, he joined Etika Sdn Bhd, a company involved in the manufacturing, distribution and marketing of Halal beverages in Malaysia as a Sales Manager where he oversees the sales operations and strategies in Sarawak until January 2016. In February 2016, he joined SCS as a Sales and Marketing Manager, earning a promotion to his current position in December 2016.

He is the nephew of Dato Richard Wee, our Non-Independent Executive Chairman and one of the Promoters.

(iv) Lim Kok Cheng
General Manager of BFL

Lim Kok Cheng, a Malaysian aged 61, is the General Manager of BFL. He is responsible for the overall daily operations and implementation of BFL.

He completed his secondary education in Chung Ling Private High School, Penang in 1982. He began his career in sales, venturing in direct sales of AMC premium cookware until 1984 when he joined a company in Brunei Darussalam which distributes Electrolux products in 1984 as a Sales Executive where he oversaw the sales team until May 1991. From June 1991 to April 2006, he operated his own business in Miri, Sarawak. From June 2006 to June 2011, he joined BFL and managed products under the brand of Unilever food solutions where he was responsible for overseeing various regions and handling stock management, promotions, and reports.

From July 2011 to December 2012, he served as an Operation Executive at MBC Agencies Sdn Bhd, a company which distributes the Coca-Cola range of products. Subsequently in January 2013, he joined SCS as its Operations Manager where he coordinated with the sales teams in Kuching and areas outside of Kuching, Sarawak. He then joined Jasra Harrison Sdn Bhd, a company which distributes Ambient F&B Products in Brunei Darussalam in July 2013 as its Operations Manager where he was responsible for managing agencies like Nestle Ice Cream, Evian, and F&N condensed milk until March 2019. In April 2019, he became the General Manager at BFL where he is responsible for handling business reports, coordinating operations, and managing employee recruitment.

He has no familial relationships with our Promoters, substantial shareholders, Directors and key senior management of our Group.

5.4.3 Shareholdings of our key senior management

The direct and indirect shareholdings of our key senior management who are also our Promoters, namely Lim Hang Min, Brandon Wee Wei Xuan and Terence Lim Tze Yung before our IPO and after our IPO are set out in Section 5.1.1 of this Prospectus.

The following table sets out the direct shareholdings of our other key senior management, assuming full subscription of Pink Form Shares reserved for our eligible employees.

Name	Before our IPO		After our IPO ⁽²⁾	
	No. of Shares	⁽¹⁾ %	No. of Shares	⁽³⁾ %
Tay Pick Chong	600,000	0.17	800,000	0.19
Ho Mui Siok	300,000	0.08	500,000	0.12
Justin Ho Tze Shuan	240,000	0.07	440,000	0.10
Lim Kok Cheng	-	-	200,000	0.05

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

Notes:

- (1) *Based on the total number of 360,000,000 Shares after the completion of the Bonus Issue of Shares and before our IPO.*
- (2) *Assuming full subscription of the Pink Form Shares reserved for our eligible employees.*
- (3) *Based on the enlarged total number of 430,000,000 Shares after our IPO.*

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

5.4.4 Principal directorship of our key senior management and principal business activities performed outside our Group

Save as disclosed below, none of the key senior management is involved in any other principal business activities outside our Group as at the LPD. The following table sets out the principal directorships of our key senior management outside our Group and the principal business activities performed by our key senior management outside our Group as at the LPD (“**Present Involvement**”) and those other principal directorships of our key senior management outside our Group that were held within the past 5 years up to the LPD (“**Past Involvement**”):

(i) Tay Pick Chong

<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
<u>Present involvement</u>				
None	-	-	-	-
<u>Past involvement</u>				
Legiontrade (M) Sdn Bhd	18 August 2020	18 April 2022	Director / -	<ul style="list-style-type: none"> Wholesale of coffee, tea, cocoa and other beverages; wholesale of a variety of goods without any particular specialisation N.E.C; wholesale of other foodstuff.
Maxalliance Trading Sdn Bhd	9 January 2020	11 April 2022	Director / -	<ul style="list-style-type: none"> Wholesale of other foodstuffs.

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

(ii) Ho Mui Siok

Directorships / Shareholdings	Date of appointment as director	Date of resignation as director	Position held / % of shareholding held	Principal activities
<u>Present involvement</u>				
SMI Corporate Services Sdn Bhd	30 December 2006	-	Director / Shareholder (Direct: 50.00%)	• Providing management and secretarial services.
Kunci Omega Sdn Bhd	-	-	- / Shareholder (Direct: 5.71%)	• Investment holding in a property development company.
Sayur Sejuk Sdn Bhd	30 September 2019	-	Director / Shareholder (Direct: 100.00%)	• Dormant.
Angin Sejuk Sdn Bhd	30 September 2019	-	Director / Shareholder (Direct: 100.00%)	• Dormant.
Rain Rainforest Sdn Bhd	8 October 2019	-	Director / Shareholder (Direct: 100.00%)	• Dormant.
Birdy Hornbill Sdn Bhd	8 October 2019	-	Director / Shareholder (Direct: 100.00%)	• Dormant.
<u>Past involvement</u>				
BKJ Properties Sdn Bhd	12 December 2011	-	Director / Shareholder (Direct: 20.00%)	• Other side preparation activities N.E.C. This company has been dissolved in May 2020 pursuant to striking off application under Section 550 of the Act.

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

(iii) Justin Ho Tze Shiuan

<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
<u>Present involvement</u>				
Pending Height Trading Sdn Bhd	27 January 2006	-	Director / -	<ul style="list-style-type: none"> Commission agent for selling of betting tickets.
<u>Past involvement</u>				
Bing Coffee Company Sdn Bhd	27 November 2006	-	Director / Shareholder (Direct: 30.00%)	<ul style="list-style-type: none"> This company has been dissolved.

(iv) Lim Hang Min

<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
<u>Present involvement</u>				
None	-	-	-	-
<u>Past involvement</u>				
None	-	-	-	-

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

(v) Lim Kok Cheng

<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
<u>Present involvement</u>				
None	-	-	-	-
<u>Past involvement</u>				
None	-	-	-	-

(vi) Brandon Wee Wei Xuan

<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
<u>Present involvement</u>				
Sara Tegas Sdn Bhd	15 April 2021	-	Alternate Director	<ul style="list-style-type: none"> Wholesale of a variety of goods.
Hubline Berhad	26 February 2018	-	Alternate Director / -	<ul style="list-style-type: none"> Investment holding and provision of management services. Its subsidiaries are involved in the provision of shipping logistics services, general aviation and operation of a flying academy.
BNDM	1 November 2014	-	Director / Shareholder (Direct: 5.00%)	<ul style="list-style-type: none"> Investment holding and provision of management services. Its subsidiaries are involved in property investment, restaurants, industrial gases, medical services, oil and gas aviation services et cetera.

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

Directorships / Shareholdings	Date of appointment as director	Date of resignation as director	Position held / % of shareholding held	Principal activities
P-Parking Malaysia Sdn Bhd	8 September 2016	-	Director / -	<ul style="list-style-type: none"> • Carpark management and operation services.
WHTS Resources Sdn Bhd	1 August 2016	-	Director / -	<ul style="list-style-type: none"> • Operating of a restaurant.
WHT Properties Sdn Bhd	1 August 2016	-	Director / -	<ul style="list-style-type: none"> • Property development.
WHTS Venture Sdn Bhd	1 August 2015	-	Director / -	<ul style="list-style-type: none"> • Property development.
WHTS Capital Sdn Bhd	16 May 2014	-	Director / -	<ul style="list-style-type: none"> • Dormant.
Radium Properties Sdn Bhd	1 August 2015	-	Director / -	<ul style="list-style-type: none"> • Property development.
SAGASCO Sdn Bhd	12 December 2017	-	Director / -	<ul style="list-style-type: none"> • Dormant.
WHT Estates Sdn Bhd	1 August 2016	-	Director / -	<ul style="list-style-type: none"> • Property investment.
WHT Land Sdn Bhd	1 August.2016	-	Director / -	<ul style="list-style-type: none"> • Property development and holdings.
RSB	1 August 2016	-	Director / -	<ul style="list-style-type: none"> • Investment holding and provision management services. • Its subsidiaries are involved in property investment, restaurants, industrial gases, medical services, oil and gas aviation services et cetera.
Bak Integrated Resources Sdn Bhd	18 June 2020	-	Director / Shareholder (Direct: 34.00%)	<ul style="list-style-type: none"> • Activities of holding company.
AIOT Innovation Sdn Bhd	1 October 2020	-	Director / Shareholder (Direct: 15.00%)	<ul style="list-style-type: none"> • Computer programming activities, web portals, retail sale of computers, computer equipment and supplies.
STEM Academy Sdn Bhd	18 August 2022	-	Director / Shareholder (Direct: 11.00%)	<ul style="list-style-type: none"> • Others, education N.E.C.

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

<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
Matop Sawit Mini Estate Sdn Bhd	15 May 2014	-	Director / -	<ul style="list-style-type: none"> Investment company, recycles of tyres and planting of rubber trees.
<u>Past involvement</u>				
Kenyalang Capital Sdn Bhd	30 November 2017	22 June 2020	Director / -	<ul style="list-style-type: none"> Investment holding and manufacture of liquefied or compressed inorganic and industrial or medical gases.
Mandarin Express Sdn Bhd	3 May 2016	2 April 2019	Director / -	<ul style="list-style-type: none"> Operating of a restaurant.
JBA Solutions Sdn Bhd	9 September 2016	1 March 2019	Director / -	<ul style="list-style-type: none"> IT Consultancy & Implementation services and sales and purchase of computer, hardware and software.
EPT Sdn Bhd	15 August 2014	12 August 2021	Director / -	<ul style="list-style-type: none"> Selling of provisional and consumable goods, road construction.
Sara Tegas Sdn Bhd	2 March 2016	15 April 2021	Director / -	<ul style="list-style-type: none"> Dormant. Wholesale of variety of goods.
(vii) Terence Lim Tze Yung				
<u>Directorships / Shareholdings</u>	<u>Date of appointment as director</u>	<u>Date of resignation as director</u>	<u>Position held / % of shareholding held</u>	<u>Principal activities</u>
<u>Present involvement</u>				
Borneo Gourmet (M) Sdn Bhd	21 June 2010	8 February 2023	- / Shareholder (Direct: 20.00%)	<ul style="list-style-type: none"> Supply and storage of food products.
<u>Past involvement</u>				
None	-	-	-	-

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

5.4.5 Key senior management's remuneration and benefits-in-kind

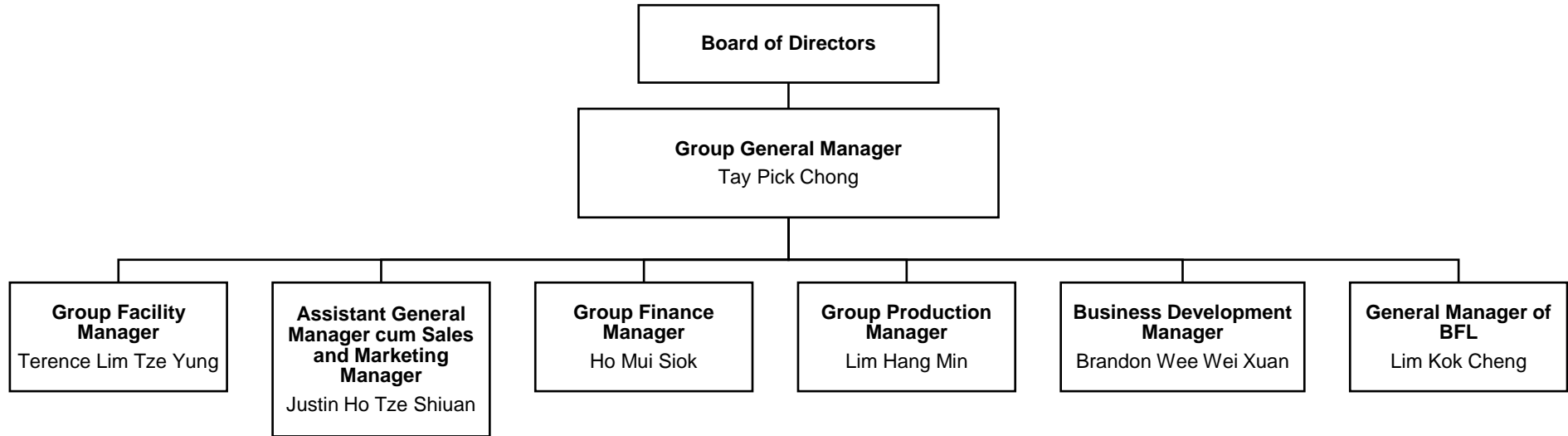
The aggregate remuneration and material benefits-in-kind paid to our key senior management for services rendered in all capacities to our Group for FYE 2023 and proposed to be paid for FYE 2024 are as follows:

Name	Remuneration band (RM)	
	FYE 2023 RM'000	FYE 2024 RM'000
Tay Pick Chong	450 – 500	450 – 500
Ho Mui Siok	400 – 450	400 – 450
Justin Ho Tze Shiuan	350 – 400	350 – 400
Lim Hang Min	100 – 150	100 – 150
Lim Kok Cheng	150 – 200	150 – 200
Brandon Wee Wei Xuan	200 – 250	200 – 250
Terence Lim Tze Yung	250 – 300	250 – 300

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

5.5 MANAGEMENT REPORTING STRUCTURE



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

5.6 DECLARATION BY OUR PROMOTERS, DIRECTORS AND KEY SENIOR MANAGEMENT

None of our Promoters, Directors and key senior management is or has been involved in any of the following events (whether in or outside Malaysia):

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

5.7 FAMILY RELATIONSHIPS AND ASSOCIATIONS

Save as disclosed below, there are no family (the term "a member of the director's family" as defined in Section 197(2) of the Act) relationships or association between substantial shareholders, Promoters, Directors and key senior management.

- (i) Datin Dona Amat Drury is the spouse of Dato Richard Wee.
- (ii) Dato Richard Wee is the father of Brandon Wee Wei Xuan and uncle of Justin Ho Tze Shiuan.
- (iii) Brandon Wee Wei Xuan is the son of Dato Richard Wee and Datin Dona Amat Drury.
- (iv) Justin Ho Tze Shiuan is the nephew of Dato Richard Wee and Datin Dona Amat Drury.
- (v) Ting Ing Thai and Ting Ing Soon are brothers.
- (vi) Lim Ah Ted and Lim Hang Min are brothers.
- (vii) Terence Lim Tze Yung is the son of Lim Ah Ted.

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

5.8 SERVICE AGREEMENTS

As at the LPD, there are no existing or proposed service agreements entered into or to be entered into by our Directors or any member of our key senior management with our Group.

5.9 MANAGEMENT SUCCESSION PLAN

Our future success also depends on our ability to attract and retain skilled personnel. Our strategies to retain our key senior management and attract new personnel include, amongst others, succession planning and promotion opportunities, attractive remuneration packages and training activities.

Our succession plan consists of:

- (i) selection and recruitment: identifying key competencies and requirements for managerial and key senior positions for succession planning; and identifying potential successor's readiness to facilitate skills transfer so as to ensure smooth running and continuity of the operations of our Group;
- (ii) attractive remuneration packages and employee benefits;
- (iii) career planning and development: our senior management trains the lower and middle management staff to gradually assume more responsibilities; and
- (iv) continuous training and education: our middle management actively participate in discussions and decision-making in various operations of our Group. Such active participation will ensure better understanding of our operations and enable the personnel to equip themselves with the necessary knowledge and skills to succeed in senior management roles.

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