

10. RELATED PARTY TRANSACTIONS AND CONFLICTS OF INTEREST (cont'd)

10.2 CONFLICTS OF INTEREST

10.2.1 Interest in similar business

As at the LPD, save as disclosed below, none of our Directors, Key Senior Management and/or substantial shareholders have any interest, whether direct or indirect, in other businesses or corporations which are carrying on a similar trade to that of our Group: -

Name of company	Affected person	Nature of business	Position (Director/ shareholder)	Direct		Indirect		Mitigating factor
				No. of shares held	%	No. of shares held	%	
L&A Technology Solution Sdn. Bhd. (formerly known as Easy Pack Machinery (Borneo) Sdn. Bhd.)	Yeoh Chee Min	Previously involved in trading and dealing in all kinds of packing machinery	Shareholder	246,400	80.0	61,600	20.0 ⁽¹⁾	<p>The conflict of interest arose due to involvement of the company in similar trade with the EPB Group in the prior years. The Board is of the view that the necessary steps have been taken to mitigate the potential conflict of interest in view of the following: -</p> <p>(i) the company is currently dormant as at the LPD;</p> <p>(ii) both Yeoh Chee Min and Ooi Kim Kew have ceased as directors of the company on 30 December 2022; and</p> <p>(iii) the company is in the midst of realising its assets and settling its liabilities. The expected timeframe for dissolution is within the financial year ending 31 December 2026.</p>
	Ooi Kim Kew		Shareholder	61,600	20.0	246,400	80.0 ⁽²⁾	

10. RELATED PARTY TRANSACTIONS AND CONFLICTS OF INTEREST (cont'd)

Name of company	Affected person	Nature of business	Position (Director/ shareholder)	Direct		Indirect		Mitigating factor
				No. of shares held	%	No. of shares held	%	
Perfect Solution System Sdn. Bhd. (formerly known as Easy Pack Machinery (East Coast) Sdn. Bhd.)	Yeoh Chee Min	Previously involved in trading and dealing in all kinds of packaging machinery	Shareholder	39,000	60.0	-	-	<p>The conflict of interest arose due to involvement of the company in similar trade with the EPB Group in the prior years. The Board is of the view that the necessary steps have been taken to mitigate the potential conflict of interest in view of the following: -</p> <ul style="list-style-type: none"> (i) the company is currently dormant as at the LPD; (ii) Yeoh Chee Min has ceased as director of the company on 30 December 2022; and (iii) the company is in the midst of realising its assets and settling its liabilities. The expected timeframe for dissolution is within the financial year ending 31 December 2026.

10. RELATED PARTY TRANSACTIONS AND CONFLICTS OF INTEREST (cont'd)

Name of company	Affected person	Nature of business	Position (Director/ shareholder)	Direct		Indirect		Mitigating factor
				No. of shares held	%	No. of shares held	%	
EC Trading System Sdn. Bhd. (formerly known as Easy Pack Technology Sdn. Bhd.)	Yeoh Chee Min	Previously involved in manufacturing of automated food packaging machines and parts	Shareholder	61,000	61.0	39,000	39.0 ⁽¹⁾	<p>The conflict of interest arose due to involvement of the company in similar trade with the EPB Group in the prior years. The Board is of the view that the necessary steps have been taken to mitigate the potential conflict of interest in view of the following: -</p> <p>(i) the company is currently dormant as at the LPD;</p> <p>(ii) both Yeoh Chee Min and Ooi Kim Kew have ceased as directors of the company on 30 December 2022; and</p> <p>(iii) the company is in the midst of realising its assets and settling its liabilities. The expected timeframe for dissolution is within the financial year ending 31 December 2026.</p>
	Ooi Kim Kew		Shareholder	39,000	39.0	61,000	61.0 ⁽²⁾	

10. RELATED PARTY TRANSACTIONS AND CONFLICTS OF INTEREST (cont'd)

Name of company	Affected person	Nature of business	Position (Director/ shareholder)	Direct		Indirect		Mitigating factor
				No. of shares held	%	No. of shares held	%	
Easypreneur Dev Sdn. Bhd.	Yeoh Chee Min	Marketing commission agent	Shareholder	50	50.0	-	-	<p>The conflict of interest arose due to involvement of the company in similar trade with the EPB Group in the prior years. The Board is of the view that the necessary steps have been taken to mitigate the potential conflict of interest in view of the following: -</p> <p>(i) the company is currently dormant as at the LPD;</p> <p>(ii) both Yeoh Chee Min and Goh Toh Sin have ceased as directors of the company on 28 February 2023; and</p> <p>(iii) the company is in the midst of realising its assets and settling its liabilities, so that it can be dissolved eventually. The expected timeframe for dissolution is within the financial year ending 31 December 2026.</p>
	Goh Toh Sin		Shareholder	50	50.0	-	-	

10. RELATED PARTY TRANSACTIONS AND CONFLICTS OF INTEREST (cont'd)

Name of company	Affected person	Nature of business	Position (Director/ shareholder)	Direct		Indirect		Mitigating factor
				No. of shares held	%	No. of shares held	%	
Food Technovation Sdn. Bhd.	Yeoh Chee Min	1. To provide consultation on food regulations, labelling equipment, food safety and defense 2. To develop, design of processes, choice of packaging materials, shelf life studies and sensory evaluation for food products.	Shareholder	300	30.0	-	-	The conflict of interest arose due to involvement of the company in similar trade with the EPB Group in the prior years. The Board is of the view that the necessary steps have been taken to mitigate the potential conflict of interest in view of the following: - (i) the company has not commenced its operations since its incorporation on 10 December 2021 and is currently dormant as at the LPD; (ii) both Yeoh Chee Min and Goh Toh Sin have ceased as directors of the company on 28 February 2023; and (iii) the company had on 27 April 2023 applied to the Companies Commission of Malaysia (“CCM”) to strike-off the company in accordance with section 550 of the Act. The dissolution process will be considered complete once the company receives the Gazette notification from CCM ⁽³⁾ .
	Goh Toh Sin		Shareholder	300	30.0	-	-	

10. RELATED PARTY TRANSACTIONS AND CONFLICTS OF INTEREST (cont'd)

Notes: -

- (1) *Deemed interested by virtue of the interests of his spouse, Ooi Kim Kew.*
- (2) *Deemed interested by virtue of the interests of her spouse, Yeoh Chee Min.*
- (3) *The company has been struck off in the Gazette on 4 September 2023.*

Save as disclosed above, the Board confirms that there is no other situation of conflict of interest and potential conflict of interest which have not been disclosed.

Upon Listing, our Directors, Key Senior Management and/or substantial shareholders will be required to disclose any conflict of interest situation to our Audit and Risk Management Committee as and when it arises and to abstain on deliberation and/or voting in respect of transactions in which they have an interest. Our Audit and Risk Management Committee will review such conflict of interest situation whenever declared or brought to their attention, and take the necessary steps to resolve or mitigate such conflict of interest situation in the best interests of our Group.

10.2.2 Interest in other business or corporations which are customers or suppliers of our Group

As at the LPD, none of our Directors, Key Senior Management or substantial shareholders have any interest, direct or indirect, in any business or corporations which are the customers or suppliers of our Group.

10.2.3 Promotions of material assets acquired/to be acquired within the three (3) financial years preceding the date of this Prospectus

Save for the SSAs as disclosed in Section 6.4 of this Prospectus, none of our Directors or substantial shareholders had any interest, direct or indirect, in the promotion of, or in any material assets, which had been within the Financial Years Under Review, acquired or proposed to be acquired by, disposed of or proposed to be disposed of to/by, or leased or proposed to be leased to/by, us.

10.2.4 Declarations of conflict of interest by our advisers

- (i) Malacca Securities has given its written confirmation that, as at the date of this Prospectus, there is no existing or potential conflict of interest in its capacity as the Principal Adviser, Sponsor, Underwriter and Placement Agent for the Listing.
- (ii) WYNCORP Advisory Sdn. Bhd. has given its written confirmation that, as at the date of this Prospectus, there is no existing or potential conflict of interest in its capacity as the Corporate Finance Adviser for the Listing.
- (iii) Ghazi & Lim has given its written confirmation that, as at the date of this Prospectus, there is no existing or potential conflict of interest in its capacity as the Solicitors for the Listing.
- (iv) Folks DFK has given its written confirmation that, as at the date of this Prospectus, there is no existing or potential conflict of interest in its capacity as the Auditors and Reporting Accountants for the Listing.
- (v) Protégé has given its written confirmation that, as at the date of this Prospectus, there is no existing or potential conflict of interest in its capacity as the Independent Market Researcher for the Listing.
- (vi) Kong Sown Kaey and Ong Lu See have given their written confirmation that, as at the date of this Prospectus, there is no existing or potential conflict of interest in their capacity as the company secretaries for the Listing.

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- (vii) GovernAce Advisory & Solutions Sdn. Bhd. has given its written confirmation that, as at the date of this Prospectus, there is no existing or potential conflict of interest in its capacity as the internal control reviewer for the Listing.
- (viii) Boardroom has given its written confirmation that, as at the date of this Prospectus, there is no existing or potential conflict of interest in its capacity as the Share Registrar for the Listing.
- (ix) MIH has given its written confirmation that, as at the date of this Prospectus, there is no existing or potential conflict of interest in its capacity as the Issuing House for the Listing.

10.3 SALIENT TERMS OF ENGAGEMENT AND SCOPE OF WORK OF OUR CORPORATE FINANCE ADVISER

The salient terms of engagement and scope of work of our Corporate Finance Adviser are, amongst others, as follows: -

- (i) in consultation with our Promoters and Principal Adviser, advising on the Pre-Listing Exercise and equity structure of our Company in preparation for the Listing;
- (ii) in consultation with our Promoters and Principal Adviser, assisting the Company on conceptualising, planning and implementing the Listing, including the offer structure, size and method of achieving the optimal public shareholding spread, pricing of the Shares, the enlarged issued share capital and other related capital/financial matters. For the avoidance of doubt, the role of the Corporate Finance Adviser does not involve underwriting and placement of Shares in relation to our IPO;
- (iii) in consultation with our Promoters and Principal Adviser, assisting the Company in reviewing the submission documents and this Prospectus and, where applicable, advising on relevant matters that may arise in the process of implementation of our Listing;
- (iv) together with the Principal Adviser, advising the Company on the regulatory requirements and compliance matters, including the appropriate corporate governance structure, in relation to our Listing; and
- (v) participating in the due diligence working group to verify the information, data, documents and representations by our Directors contained in this Prospectus and submissions to the relevant authorities, as agreed in the due diligence planning memorandum.