

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

### 8.1 Promoters and substantial shareholders

#### 8.1.1 Shareholdings in our Company

The table below sets out the direct and indirect shareholdings of our Promoters and substantial shareholders in our Company before and after the IPO and Shares Transfer:-

Name	Nationality/ Place of incorporation	Before the IPO and Shares Transfer				After the IPO and Shares Transfer			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(2)%	No. of Shares	(2)%
<b><u>Promoters and substantial shareholders</u></b>									
Tan Cherng Thong	Malaysian	169,702,104	57.95	<sup>(3)</sup> 2,417,932	0.83	7,120,036	1.78	<sup>(3)</sup> 220,000,000	55.00
Lee Li Yee	Malaysian	-	-	<sup>(3)</sup> 2,417,932	0.83	-	-	<sup>(3)</sup> 220,000,000	55.00
<b><u>Promoters</u></b>									
Hong Boon Huon	Malaysian	37,281,684	12.73	-	-	4,281,684	1.07	-	-
Eng Chee Seng	Malaysian	24,854,456	8.49	-	-	2,854,456	0.71	-	-
<b><u>Substantial shareholders</u></b>									
GHSB <sup>(4)</sup>	Malaysia	-	-	-	-	220,000,000	55.00	-	-
TCT International <sup>(4)</sup>	Malaysia	2,417,932	0.83	-	-	-	-	<sup>(5)</sup> 220,000,000	55.00

**Notes:-**

- (1) Based on our issued share capital comprising 292,820,000 Shares after the Pre-IPO Restructuring and Transactions but before the IPO and Shares Transfer.
- (2) Based on our enlarged issued share capital comprising 400,000,000 Shares after the IPO and Shares Transfer.
- (3) Deemed interested by virtue of his/her shareholdings in TCT International pursuant to Section 8(4) of the Act.
- (4) Please refer to **Section 8.1.3** of this Prospectus for further details of GHSB and TCT International.
- (5) Deemed interested by virtue of its shareholdings in GHSB pursuant to Section 8(4) of the Act.

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

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Our Promoters and substantial shareholders do not have different voting rights from any other shareholders of our Group.

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

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**8. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (cont'd)****8.1.2 Changes in our Promoters' and substantial shareholders' shareholdings since incorporation**

Save as disclosed below, there are no other changes in the direct and indirect shareholdings of our Promoters and substantial shareholders in our Company since incorporation and after the IPO and Shares Transfer:-

Name	Nationality/ Place of incorporation	As at 3 June 2022 (Date of incorporation)				After the Acquisitions			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(2)%	No. of Shares	(2)%
<b><u>Promoters and substantial shareholders</u></b>									
Tan Cherng Thong	Malaysian	100	100.00	-	-	9,710,176	72.95	(4)109,906	0.83
Lee Li Yee	Malaysian	-	-	-	-	-	-	(4)109,906	0.83
<b><u>Promoters</u></b>									
Hong Boon Huon	Malaysian	-	-	-	-	1,694,622	12.73	-	-
Eng Chee Seng	Malaysian	-	-	-	-	1,129,748	8.49	-	-
<b><u>Substantial shareholders</u></b>									
GHSB <sup>(3)</sup>	Malaysia	-	-	-	-	-	-	-	-
TCT International <sup>(3)</sup>	Malaysia	-	-	-	-	109,906	0.83	-	-

**Notes:-**

- (1) Based on our issued share capital comprising 100 Shares as at the date of incorporation.
- (2) Based on our issued share capital comprising 13,309,944 Shares after the Acquisitions but before the Subscription of Shares.
- (3) Please refer to **Section 8.1.3** of this Prospectus for further details of GHSB and TCT International.
- (4) Deemed interested by virtue of his/her shareholdings in TCT International pursuant to Section 8(4) of the Act.

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

Name	Nationality/ Place of incorporation	After the Subscription of Shares				After the Entry of Pre-IPO Investors			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(1)%
<b><u>Promoters and substantial shareholders</u></b>									
Tan Cherng Thong	Malaysian	9,710,232	72.95	<sup>(3)</sup> 109,906	0.83	7,713,732	57.95	<sup>(3)</sup> 109,906	0.83
Lee Li Yee	Malaysian	-	-	<sup>(3)</sup> 109,906	0.83	-	-	<sup>(3)</sup> 109,906	0.83
<b><u>Promoters</u></b>									
Hong Boon Huon	Malaysian	1,694,622	12.73	-	-	1,694,622	12.73	-	-
Eng Chee Seng	Malaysian	1,129,748	8.49	-	-	1,129,748	8.49	-	-
<b><u>Substantial shareholders</u></b>									
GHSB <sup>(2)</sup>	Malaysia	-	-	-	-	-	-	-	-
TCT International <sup>(2)</sup>	Malaysia	109,906	0.83	-	-	109,906	0.83	-	-

**Notes:-**

- (1) Based on our issued share capital comprising 13,310,000 Shares after the Subscription of Shares.
- (2) Please refer to **Section 8.1.3** of this Prospectus for further details of GHSB and TCT International.
- (3) Deemed interested by virtue of his/her shareholdings in TCT International pursuant to Section 8(4) of the Act.

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

Name	Nationality/ Place of incorporation	After the Share Split / As at the LPD				After the IPO and Shares Transfer			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(2)%	No. of Shares	(2)%
<b><u>Promoters and substantial shareholders</u></b>									
Tan Cherng Thong	Malaysian	169,702,104	57.95	<sup>(4)</sup> 2,417,932	0.83	7,120,036	1.78	<sup>(4)</sup> 220,000,000	55.00
Lee Li Yee	Malaysian	-	-	<sup>(4)</sup> 2,417,932	0.83	-	-	<sup>(4)</sup> 220,000,000	55.00
<b><u>Promoters</u></b>									
Hong Boon Huon	Malaysian	37,281,684	12.73	-	-	4,281,684	1.07	-	-
Eng Chee Seng	Malaysian	24,854,456	8.49	-	-	2,854,456	0.71	-	-
<b><u>Substantial shareholders</u></b>									
GHSB <sup>(3)</sup>	Malaysia	-	-	-	-	220,000,000	55.00	-	-
TCT International <sup>(3)</sup>	Malaysia	2,417,932	0.83	-	-	-	-	<sup>(5)</sup> 220,000,000	55.00

**Notes:-**

- (1) Based on our issued share capital comprising 292,820,000 Shares after the Pre-IPO Restructuring and Transactions but before the IPO and Shares Transfer.
- (2) Based on our enlarged issued share capital comprising 400,000,000 Shares after the IPO and Shares Transfer.
- (3) Please refer to **Section 8.1.3** of this Prospectus for further details of GHSB and TCT International.
- (4) Deemed interested by virtue of his/her shareholdings in TCT International pursuant to Section 8(4) of the Act.
- (5) Deemed interested by virtue of its shareholdings in GHSB pursuant to Section 8(4) of the Act.

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


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**8.1.3 Profiles of our Promoters and substantial shareholders**

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

**Tan Cherng Thong**

*Promoter, substantial shareholder and Executive Director / CEO*

Tan Cherng Thong, a Malaysian, aged 43, is our Promoter, substantial shareholder and Executive Director / CEO. He was appointed to our Board on 3 June 2022 to oversee the business growth, strategic planning and direction, as well as the business development and overall operations of our Group.

He is an industry veteran in the provision of public transportation IT solutions with more than 20 years of working experience, primarily specialising in the conceptualisation, design and provision of an omni channel ticketing system, operational IT based solutions, AFC and seamless integration of front-end and back-end IT systems as well as managing bus terminals' operations.

He pursued a degree in Business Administration (majoring in Marketing with Multimedia) at Multimedia University Malaysia in May 2000. During his tertiary studies, Tan Cherng Thong, together with Lee Li Yee and another partner, had conceptualised and successfully designed an online ticketing solutions platform ("**Online Ticketing System**") with the aim to address the prevalent inefficiencies of physical bus ticketing systems (in particular, the duplication of physical bus tickets and the ticket purchasing congestions faced by passengers). His Online Ticketing System was designed as a one-stop online ticketing platform, allowing passengers to easily purchase bus tickets over the internet without any hassle and additional cost through an online system whilst eliminating overbooking and ticket touting.

Due to his innovative thinking, technical IT skills and entrepreneurship, he was awarded the Silver Award of the HSBC Young IT Entrepreneur Awards organised by HSBC Bank Malaysia Berhad in March 2003. Having achieved such recognition for his entrepreneurial acumen, he decided to discontinue his studies in April 2003 with the aim to focus on the expansion of his Online Ticketing System business venture. He subsequently set up E-Transact with several business partners to market his Online Ticketing System in September 2003 and perform IT system maintenance services for bus operators. As the CEO and major shareholder of E-Transact, he was responsible for overseeing the business operations, spearheading the marketing efforts to promote his Online Ticketing System and undertake further D&D studies to upgrade and enhance his Online Ticketing System. While he was managing E-Transact, he also set up TCT International in August 2004 with his business partner, with the intention to provide IT solutions.

He subsequently disposed his entire equity interest in E-Transact to a third party in March 2009 and relinquished his position as the CEO and Director in March 2009. Tan Cherng Thong subsequently took a short sabbatical from his entrepreneur career following the disposal of his entire equity interest in E-Transact. In October 2009, he resumed his entrepreneurial path through TCT International (which was dormant since its incorporation in August 2004) to undertake the development of CTS. He assumed his position as CEO of TCT International and embark on the business development and business expansion of TCT International footprint in the public transportation IT solutions provider sector. He was mainly responsible to oversee the software architecture and development of TOS as well as spearheading the sales and marketing efforts to secure new projects for the company. Under his stewardship, TCT International was involved in the implementation of CTS for TBS, resulting in TBS being the first express bus terminal in Malaysia to operate on a CTS.

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

In addition to his business venture under TCT International, he subsequently undertook a business advisory role and assumed project management functions in NSS (a company owned by, amongst others, Mohd Aidy Hisyam Bin Abdullah, the then employee of TCT International) between May 2013 to April 2014. His advisory role includes, amongst others, providing business advisory and project management services on an ad hoc basis. Having seen the potential of NSS' business to provide IT hardware solutions catering to small and medium businesses and bus terminals' operations, Tan Cherng Thong subsequently joined NSS as a CEO in May 2014 and became a director and major shareholder of NSS in August 2015. The details of his shareholdings in NSS up to the Pre-IPO Restructuring and Transactions are set out in **Section 5.5(i)** of this Prospectus. Since his appointment as the Director and CEO of NSS, NSS has grown and successfully expanded its footprint in the enterprise IT services provider for the public transportation sector. After having controlling interest in NSS in December 2020, he proceeded to streamline and consolidate his businesses in TCT International into NSS in December 2021, and ceased the business in TCT International, with the aim to promote and market NSS as the key public transportation IT solutions provider.

Under his leadership and guidance as well as the support provided by the partners in NSS, NSS was awarded with numerous awards over the years as set out in **Section 6.1.2** of this Prospectus. His leadership and business acumen were also recognised by The Star, through the Grand Winner of the Elite Entrepreneur of the Year for Star Outstanding Business Award (SOBA) 2022 and winner of the Par Excellence Achievement Award for Male Entrepreneur of the Year – 2022 for the category of sales turnover of up to RM25.00 million. There is no conflict of interests or potential conflict of interests between his directorship in our Company and the other directorships that he currently holds.

### **Lee Li Yee**

*Promoter, substantial shareholder and Executive Director / Finance Director*

Lee Li Yee, a Malaysian, aged 44, is our Promoter, substantial shareholder and Executive Director / Finance Director. She was appointed to our Board on 7 December 2022. She has more than 20 years of working experience in the field of finance and has been a member of the Malaysian Institute of Accountants since July 2008. As our Finance Director, she is responsible for overseeing our human resources activities, accounting and financial management related functions including financial reporting, financial planning, treasury, tax related matters and maintenance of internal controls.

She obtained a Bachelor of Accountancy Degree from Universiti Putra Malaysia in April 2004. While she was pursuing her accountancy degree, she won the Silver Award of the HSBC Young IT Entrepreneur Awards organised by HSBC Bank Malaysia Berhad in March 2003 in view of her participation with Tan Cherng Thong and another partner on the Online Ticketing System business venture.

She began her career as an Internal Audit Executive with W T K Holdings Berhad (a diversified group with presence across timber, tapes and plantation industries) in April 2004. She was mainly responsible to conduct the group's internal control assessments, conduct risk-based audit assignment and implement the group's risk management framework using the Committee of Sponsoring Organisations (COSO) Framework.

She left as an Internal Audit Executive in W T K Holdings Berhad in April 2005 and joined Hitachi Electronic Products (M) Sdn Bhd, a manufacturer of optical data storage drives, as a Finance Executive in May 2005. She was mainly tasked to monitor the daily cash flow position, daily treasury operation transactions, foreign exchange exposure as well as assist to prepare budget and forecast reports. She left as a Finance Executive in Hitachi Electronic Products (M) Sdn Bhd in March 2007.

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

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While she was employed in Hitachi Electronic Products (M) Sdn Bhd, she was appointed as a Director of E-Transact in June 2005. She subsequently undertook the position of a Finance Manager in the company in April 2007 where she oversaw accounts, finance and human resources functions.

She emerged as a major shareholder of E-Transact in December 2007 and subsequently disposed her entire equity interest in E-Transact to a third party and relinquished her position as a Director in March 2009. She later joined TCT International as Finance Manager in the same month. She was mainly tasked to manage the accounts, finance and human resources department of TCT International as well as preparing the financial planning and budgeting reports. She was subsequently appointed as a Director of TCT International in April 2011 and emerged as a major shareholder of TCT International since May 2012. She resigned as a Finance Manager of TCT International in December 2013.

Whilst carrying out her duties as a Director of TCT International, she had also subsequently joined NSS in January 2014 as the Financial Controller. She was responsible to oversee all accounts and finance related functions. In carrying out her duties in both companies, Lee Li Yee was supported by a team of qualified accounting personnel in each company. She was subsequently promoted to Chief Financial Officer in NSS in January 2021 and was redesignated as Finance Director in December 2022. Our Finance Director is supported by a team of 10 personnel to oversee the accounts and finance functions of our Group. There is no conflict of interests or potential conflict of interests between her directorship in our Company and the other directorships that she currently holds.

**Hong Boon Huon**  
*Promoter and CTO*

Hong Boon Huon, a Malaysian, aged 44, is our Promoter and CTO. He has more than 20 years of experience in the field of IT. As our CTO, he oversees the software development, D&D, project management, project coordination, IT consultation and system support and maintenance.

He graduated with a Bachelor of Science majoring in computing degree from Oxford Brookes University in association with Nilai College, Malaysia in March 2001. He was certified as a Microsoft Certified Professional, Microsoft Certified Application Developer for Microsoft.Net and Microsoft Certified Solution Developer for Microsoft.Net in May, September and October 2003, respectively.

Upon his graduation, he began his career as a software programmer in March 2001 with Online One Sdn Bhd (the then subsidiary of Online One Corporation Berhad (presently known as Green Ocean Corporation Berhad, a public company listed on Bursa Securities)). He was subsequently transferred to another subsidiary within the group, Online One Software (MSC) Sdn Bhd as a Systems Engineer in June 2003. He was promoted to Assistant IT Manager in March 2006 and was tasked to specialise in projects management and oversee IT assignments that require high level technical specification as well as undertake R&D on emerging software and trends.

He left as an Assistant IT Manager in Online One Software (MSC) Sdn Bhd in June 2007 to pursue his entrepreneur path to venture into IT related businesses. He subsequently set-up eCoop Solution Sdn Bhd in August 2007 to carry out software designing, programming and consultancy services as well as conducting IT training programs.



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

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Whilst carrying out his duties as a Director of eCoop Solution Sdn Bhd, he subsequently also joined NSS as an IT Manager in February 2013 and was tasked to support the company's daily operations and enhance its technological capabilities. He left as an IT Manager in NSS in April 2013.

After he left NSS, he continued his business venture under eCoop Solution Sdn Bhd. He resigned from eCoop Solution Sdn Bhd in June 2014 and undertook programming assignments as a freelance software programmer under his personal capacity from June 2014 to September 2015. He then joined TCT International in October 2015 as an IT Manager, responsible for the development of customised software and integration of IT hardware for bus and terminal systems solutions.

He later relinquished his position as a Director of eCoop Solution Sdn Bhd and disposed his entire equity interest in eCoop Solution Sdn Bhd in February 2016. He subsequently acquired 10% equity interest in NSS in December 2017 with the aim to establish a strategic partnership with NSS to provide software programming expertise. The details on his shareholdings in NSS up to the Pre-IPO Restructuring and Transactions are set out in **Section 5.5(i)** of this Prospectus.

He subsequently left as an IT Manager in TCT International in June 2018 to focus on Margan (a company that he set up in April 2018) as an IT solutions provider, specialising in IT consultancy and project management. As the CEO, he was responsible to manage and oversee the IT projects as well as undertake D&D on project development and software enhancement.

He left Margan in December 2020 as the CEO. He relinquished his position as a Director of Margan and disposed his entire equity interest in Margan in December 2022. He re-joined our Group in January 2021 as our CTO.

**Eng Chee Seng**

*Promoter and Chief Business Development Officer*

Eng Chee Seng, a Malaysian, aged 43, is our Promoter and Chief Business Development Officer. He has approximately 20 years of experience in the field of business development and project management. As our Chief Business Development Officer, he is responsible to strategise our business development and marketing plans as well as oversee our customer relationship management.

He graduated with a Bachelor of Arts majoring in Business Administration degree from the University of Hertfordshire, United Kingdom in January 2003.

He began his career in January 2003 as medical representative with JDH Pharmaceutical Sdn Bhd, and was responsible to market pharmaceutical products to hospitals, clinics and pharmacies. He left JDH Pharmaceutical Sdn Bhd in January 2005 as medical representative and joined Ascot Sports Sdn Bhd, a company involved in sports betting operation as a Project Manager in February 2005. He was tasked to manage projects and coordinate on sports betting development projects.

He left Ascot Sports Sdn Bhd as a Project Manager in June 2008, and pursued his entrepreneurship path to venture into preschool education business with his spouse. He subsequently ceased his involvement in the preschool education business in March 2014.

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

He joined NSS in April 2014 as Business Development Manager. He subsequently acquired 5% equity interest in NSS in December 2017. The details on his shareholdings in NSS up to the Pre-IPO Restructuring and Transactions are set out in **Section 5.5(i)** of this Prospectus. He was subsequently promoted to Business Development Director in NSS in May 2018 and Chief Business Development Officer in January 2021.

### **GHSB**

#### *Substantial shareholder*

GHSB was incorporated on 7 June 2022 in Malaysia under the Act as a private limited company under its present name. The principal activity of GHSB is investment holding with the aim to solely house and hold the Promoters' (namely Tan Cherng Thong, Hong Boon Huon and Eng Chee Seng) and TCT International's GOHUB Shares pursuant to the Shares Transfer.

The issued share capital of GHSB is RM100 comprising 100 ordinary shares as at the LPD.

The director and shareholders of GHSB with their respective shareholdings as at the LPD are as follows:-

Director and shareholders	Nationality / Place of incorporation	Shareholdings as at the LPD			
		Direct		Indirect	
		No. of shares	%	No. of shares	%
<b><u>Director and shareholder</u></b>					
Tan Cherng Thong	Malaysian	-	-	<sup>(1)</sup> 100	100.00
<b><u>Shareholders</u></b>					
TCT International	Malaysia	100	100.00	-	-
Lee Li Yee	Malaysian	-	-	<sup>(1)</sup> 100	100.00

#### **Note:-**

(1) *Deemed interested by virtue of his/her shareholdings in TCT International pursuant to Section 8(4) of the Act.*

During the Prescription Period, our Promoters, namely, Tan Cherng Thong, Hong Boon Huon and Eng Chee Seng, and our shareholder, namely TCT International will transfer their shareholdings amounting to 220,000,000 Shares to GHSB for a purchase consideration of RM[●], with the intention to consolidate and hold their 55% equity interests in GOHUB. Please refer to **Section 3.3.3** of the Prospectus for further details of the Shares Transfer.

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

The shareholders' shareholdings structure of GHSB before and after the Shares Transfer are as follows:-

Shareholders	Before the Shares Transfer				After the Shares Transfer			
	Direct		Indirect		Direct		Indirect	
	No. of shares	%	No. of shares	%	No. of shares	%	No. of shares	%
TCT International	100	100.00	-	-	7,500	75.00	-	-
Tan Cherng Thong	-	-	<sup>(1)</sup> 100	100.00	-	-	<sup>(1)</sup> 7,500	75.00
Lee Li Yee	-	-	<sup>(1)</sup> 100	100.00	-	-	<sup>(1)</sup> 7,500	75.00
Hong Boon Huon	-	-	-	-	1,500	15.00	-	-
Eng Chee Seng	-	-	-	-	1,000	10.00	-	-
<b>Total</b>	<b>100</b>	<b>100.00</b>			<b>10,000</b>	<b>100.00</b>		

**Note:-**

(1) Deemed interested by virtue of his/her shareholdings in TCT International pursuant to Section 8(4) of the Act.

**TCT International**  
Substantial shareholder

TCT International was incorporated on 11 August 2004 in Malaysia under the Companies Act 1965 and deemed registered under the Act as a private limited company under its present name.

TCT International was initially incorporated to provide IT solutions and related services. However, TCT International was dormant since its incorporation in August 2004 until October 2009. TCT International subsequently commenced the D&D of TOS in November 2009 with the aim to be a public transportation IT solutions provider. TCT International had ceased its business operations in December 2021 following the streamlining and consolidation of Tan Cherng Thong's IT businesses in TCT International into NSS in December 2021.

As at the LPD, TCT International currently acts as an investment holding company to house the investments of its shareholders, Tan Cherng Thong and Lee Li Yee, in particular, 2,417,932 Shares, investment properties and quoted shares. Further details of the history of TCT International are set out in **Section 6.1** of this Prospectus.

The issued share capital of TCT International is RM300,000 comprising 300,000 ordinary shares as at the LPD.

The directors and shareholders of TCT International with their respective shareholdings as at the LPD are as follows:-

Directors and shareholders	Nationality	As at the LPD			
		Direct		Indirect	
		No. of shares	%	No. of shares	%
Tan Cherng Thong	Malaysian	<sup>(1)</sup> 200,000	66.67	-	-
Lee Li Yee	Malaysian	<sup>(1)</sup> 100,000	33.33	-	-

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

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**Note:-**

- (1) *The shareholders and their respective shareholdings in TCT International will remain the same after the IPO and Shares Transfer.*

**8.1.4 Payments made to our Promoters and substantial shareholders**

Save for the dividends to be paid or proposed to be paid, if any, to our Promoters and substantial shareholders and the aggregate remuneration and benefits paid or proposed to be paid to our Promoters and/or substantial shareholders for services rendered to our Group in all capacities for the FYE 2022 and FYE 2023 as set out in **Section 8.5** of this Prospectus, there are no other amount or benefits paid or intended to be paid or given to our Promoters and/or substantial shareholders within the 2 years preceding the date of this Prospectus.

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

### 8.2 Directors

#### 8.2.1 Shareholdings in our Company

The table below sets out the direct and indirect shareholdings of each of our Directors in our Company as at the LPD, before and after our IPO and Shares Transfer, assuming our Directors will subscribe for their respective entitlements in full under the Pink Form Allocations as set out in **Section 3.3.1(ii)** of this Prospectus:-

Director	Designation	Nationality	Before the IPO and Shares Transfer / As at the LPD				After the IPO and Shares Transfer			
			Direct		Indirect		Direct		Indirect	
			No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(2)%	No. of Shares	(2)%
Zulkifly Bin Zakaria	Independent Non-Executive Chairman	Malaysian	-	-	-	-	500,000	0.13	-	-
Tan Cherng Thong	Executive Director / CEO	Malaysian	169,702,104	57.95	<sup>(3)</sup> 2,417,932	0.83	7,120,036	1.78	<sup>(3)</sup> 220,000,000	55.00
Lee Li Yee	Executive Director / Finance Director	Malaysian	-	-	<sup>(3)</sup> 2,417,932	0.83	-	-	<sup>(3)</sup> 220,000,000	55.00
Lee Yew Weng	Independent Non-Executive Director	Malaysian	-	-	-	-	300,000	0.08	-	-
Alwizah Al-Yafii Binti Ahmad Kamal	Independent Non-Executive Director	Malaysian	-	-	-	-	300,000	0.08	-	-
Poh Zuan Yin	Independent Non-Executive Director	Malaysian	-	-	-	-	300,000	0.08	-	-

**Notes:-**

- (1) Based on our issued share capital comprising 292,820,000 Shares after the Pre-IPO Restructuring and Transactions but before the IPO and Shares Transfer.
- (2) Based on our enlarged issued share capital comprising 400,000,000 Shares after the IPO and Shares Transfer.
- (3) Deemed interested by virtue of his/her shareholdings in TCT International pursuant to Section 8(4) of the Act. Please refer to **Section 8.3.1** of this Prospectus for further details of TCT International.

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

Notwithstanding the Pink Form Allocations reserved for our Directors and to the extent known to our Company, none of our Directors have the intention to apply and subscribe for IPO Shares under the public balloting portion as set out in **Section 3.3.1(i)** of this Prospectus.

None of our Directors represents any corporate shareholder on our Board.

### 8.2.2 Profile of our Directors

The profile of our Directors are as follows:-

#### **Zulkifly Bin Zakaria**

*Independent Non-Executive Chairman*

Zulkifly Bin Zakaria, a Malaysian, aged 69, is our Independent Non-Executive Chairman. He was appointed to our Board on 24 August 2023.

He graduated in October 1976 from Universiti Teknologi MARA with a Diploma in Banking Studies and subsequently obtained his Master of Business Administration in November 1998 from the University of Wales in Cardiff, United Kingdom. Zulkifly Bin Zakaria began his career in the banking and finance industry in 1976 with European Asian Bank, Kuala Lumpur (presently known as Deutsche Bank AG) as a trainee where he was mainly involved in the local banking operations. In the same year, he was seconded to Germany for a 3-year training at the bank's head office and branches. In 1979, he returned to Malaysia and was appointed as the Head of Customer Service, Internal Audit and Import-Export where he was responsible in managing the overall operations of the bank's customer service, internal audit and the import-export department. He left European Asian Bank in 1982.

In 1983, he joined Bank Islam Malaysia Berhad as a Manager and was mainly responsible for overseeing the trade finance division and operations of the credit department. He left Bank Islam Malaysia Berhad as a Manager in 1991. In the same year, he joined ABN-AMRO Bank N.V. (Kuala Lumpur Branch) as a Division Manager for the Malaysian operations. He was mainly responsible for overseeing the credit processing, customer service and the overall operations of the Kuala Lumpur and Penang branches. He left ABN-AMRO Bank N.V. in December 1993 and joined UMW Holdings Berhad as its Group Financial Controller in the same month where he was responsible for managing and overseeing the group's finance and accounting matters.

In 2002, he was subsequently appointed as the Executive Director of the oil and gas division of UMW Corporation Sdn Bhd, spearheading its newly formed oil and gas division. He was actively involved in the upstream sector through 5 main activities (i.e. manufacture of oil and country tubular goods and line pipes, oil and gas exploration operations, fabrication, provision of oilfield services and supply of oilfield products). In December 2007, he was appointed as a Director of UMW Oil & Gas Berhad where he was mainly responsible for overseeing the overall operations of the oil and gas division within the group. In March 2009, he was promoted to the position of President of UMW Oil & Gas Berhad. He retired from UMW Holdings Berhad by relinquishing his position as the Director in April 2011.

In April 2012, he was appointed as a director of Lagardere Travel Retail Malaysia Sdn Bhd who operates retail concessionaires at airports in Malaysia where he provides input and advice on the business operations of the company. In April 2018, he was appointed as a director of Gradz Engineering Services Sdn Bhd, a Petronas licensed vendor and authorised agent for Kaeser Kompressoren SE, Germany and acquired the entire equity interest in Gradz Engineering Services Sdn Bhd in May 2018. Since then, he has been the Managing Director in charge of the operations of the company.

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


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He is currently the Independent Non-Executive Chairman of Sunview Group Berhad (a company listed on Bursa Securities), the Independent Non-Executive Director of Federal International Holdings Berhad (a company listed on Bursa Securities) and the independent director of Mooreast Holdings Ltd (a company listed on the Singapore Exchange). He is also the Vice President of Malaysia-China Friendship Association to promote culture and education between Malaysia and China since December 2021. He also sits on the board of the Perak Islamic Council's economic arm, Perbadanan Kemajuan Ekonomi Islam Negeri Perak and its subsidiary companies. Further details of his directorships in companies as at the LPD are set out in **Section 8.2.3(i)** of this Prospectus. There is no conflict of interests or potential conflict of interests between his directorship in our Company and the other directorships that he currently holds.

**Tan Cherng Thong**

*Promoter, substantial shareholder and Executive Director / CEO*

Please refer to **Section 8.1.3** of this Prospectus for his profile.

**Lee Li Yee**

*Promoter, substantial shareholder and Executive Director / Finance Director*

Please refer to **Section 8.1.3** of this Prospectus for her profile.

**Lee Yew Weng**

*Independent Non-Executive Director*

Lee Yew Weng, a Malaysian, aged 46, is our Independent Non-Executive Director. He was appointed to our Board on 24 August 2023.

Lee Yew Weng obtained his Bachelor of Commerce in April 1999 from the University of Adelaide, Australia. He is a Chartered Accountant and has been a member of Certified Practising Accountant Australia since July 2003 and a member of the Malaysian Institute of Accountants since July 2014.

He began his career with K K Chow & Partners in March 1999 as an Audit / Tax Assistant, where he was involved in performing statutory audit. He left K K Chow & Partners as an Audit / Tax Assistant in January 2000 and joined Horwath Mok & Poon (now known as Crowe Malaysia) in February 2000 as an Audit Assistant, where he was involved in performing statutory audit. He was promoted to Audit Senior Assistant in October 2000. Subsequently, he left Crowe Horwath Malaysia as an Audit Senior Assistant in December 2000 and joined KPMG Malaysia as an Audit Assistant in January 2001 where he performed statutory audit for private and public companies listed on Bursa Securities. He was promoted to Audit Semi Senior in July 2001.

In May 2002, he left KPMG Malaysia as Audit Semi Senior and ventured into the corporate sector where he joined Jotech Holdings Berhad (now known as Jotech Holdings Sdn Bhd) as their Group Accountant in the same month where he was responsible to oversee and manage the group's accounting and financial functions. He resigned as a Group Accountant from Jotech Holdings Berhad in April 2003. He later joined as an Executive of the Corporate Finance and Advisory Department in AmMerchant Bank Berhad (now known as AmInvestment Bank Berhad) in May 2003, where he was involved in various corporate exercises, including corporate restructuring, reverse takeovers, mergers and acquisitions, fund raising and initial public offering. During his tenure in the Corporate Finance and Advisory Department, he held various roles, such as Senior Executive, Assistant Manager, Manager and Associate Director. He was later transferred to the Investment Banking Department of AmInvestment Bank Berhad as an Associate Director in July 2008. He was redesignated as Associate Director, Corporate & Institutional Banking Department in October 2009. He subsequently resigned as Associate Director, Corporate & Institutional Banking Department in June 2010 and undertook a sabbatical from July 2010 to April 2011.

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


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He later co-founded Stein Future Group Sdn Bhd (now known as Swift Capital Group Sdn Bhd) in May 2011 to provide financial consultancy services and served as the Executive Director from May 2011 to August 2017. He also co-founded Yewnited Partners Sdn Bhd in January 2017 to provide business management consultancy services, and served as the Director since January 2017.

While he was acting as a director of Yewnited Partners Sdn Bhd, he later joined Canfield Corporate Finance Company Limited, an approved Corporate Finance Adviser in Hong Kong, licensed by the Securities and Futures Commission of Hong Kong from June 2019 to February 2020 as a Responsible Officer, where he was involved in marketing and structuring transactions for clients undertaking cross-border corporate exercises. He subsequently left Canfield Corporate Finance Company Limited in February 2020 as a Responsible Officer and undertook a sabbatical from March 2020 to August 2020.

He joined Sorrento Capital Limited, an approved Corporate Finance Adviser in Hong Kong, licensed by the Securities and Futures Commission of Hong Kong in September 2020 as a Licensed Representative (where he has similar responsibilities as his role in Canfield Corporate Finance Company Limited), a position he holds to-date. He subsequently resigned as the director of Yewnited Partners Sdn Bhd in September 2022.

He is currently the Non-Independent Non-Executive Director of Sunzen Biotech Berhad and Independent Non-Executive Director of DS Sigma Holdings Berhad and Hiap Huat Holdings Berhad, all of which are listed on Bursa Securities. Further details of his directorships in companies as at the LPD are set out in **Section 8.2.3(iv)** of this Prospectus. There is no conflict of interests or potential conflict of interests between his directorship in our Company and the other directorships that he currently holds.

**Alwizah Al-Yafii Binti Ahmad Kamal**  
*Independent Non-Executive Director*

Alwizah Al-Yafii Binti Ahmad Kamal, a Malaysian, aged 49, is our Independent Non-Executive Director. She was appointed to our Board on 24 August 2023.

She graduated with Bachelor of Law LLB (Honours) from University of Bristol, United Kingdom in June 1997 and completed post-graduate studies at the Institute of Chartered Secretaries & Administrators at Kensington School of Business, London, United Kingdom in February 1999. In October 2000, she was admitted as an Advocate & Solicitor of the High Court of Malaya. She was an Associate Member of the MAICSA in July 2007 and was subsequently elected to the Fellowship in January 2016. She is also a licenced secretary under the Companies Commission of Malaysia since March 2020.

She began her pupillage at Zaid Ibrahim & Co. (now known as ZICO Law) in 1998 and thereafter commenced her practice in the said firm as a Legal Associate in the capital markets and banking departments in August 2000. During her tenure, she was involved in various corporate exercises, including mergers and acquisitions, legal due-diligence exercises, securitisation transactions and corporate finance.

She left as a Legal Associate in Zaid Ibrahim & Co. and joined Zul Rafique & Partners as a Legal Associate in 2003. During her tenure, she represented local and international financial institutions in restructuring exercises involving public listed companies. She also provided legal advisory services on compliance with capital markets regulations and related activities.

She left as a Legal Associate in Zul Rafique & Partners and joined Intellectual Property Services Sdn Bhd (now known as ZICO Corporate Services Sdn Bhd) in 2006 as a Manager, and was promoted to Executive Director in 2010. During her tenure, she provided legal and corporate secretarial services which included assisting in the setting up of companies and foundations, and ensuring compliance with the Act and circulars issued by the Companies Commission of Malaysia.



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

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While she was employed in Intellectual Property Services Sdn Bhd, she set up AKAL Corporate Advisors Sdn Bhd with her family in April 2010 with the intention to render advisory services on corporate secretarial, human resource and accounting matters. She was the Director of AKAL Corporate Advisors Sdn Bhd from April 2010 to April 2011. In April 2013, she left Intellectual Property Services Sdn Bhd and relinquished her position as the Director. She resumed her entrepreneurial path through AKAL Corporate Advisors Sdn Bhd (which was dormant since its incorporation in April 2010) and was reappointed as a Director of AKAL Corporate Advisors Sdn Bhd in October 2013. Since then, she provides advisory services on corporate secretarial, human resource and accounting matters to private limited companies, public companies, financial institutions and foundations. She subsequently founded AKAL Advisors PLT in May 2014 to facilitate the provision of accounting and payroll services, and related training courses and seminars.

She is currently the Independent Non-Executive Chairperson of Minox International Group Berhad and Independent Non-Executive Director of Cnenergiz Berhad, Infoline Tec Group Berhad and Sarawak Cable Berhad, all of which are listed on Bursa Securities. Further, she is also a member of the Board of Trustees of Tun Suffian Foundation Incorporated, a not-for-profit organisation which awards Tun Suffian Scholarships to Malaysian students pursuing degrees and post graduate studies since January 2014. Further details of her directorships in companies as at the LPD are set out in **Section 8.2.3(v)** of this Prospectus. There is no conflict of interest or potential conflict of interests between her directorship in our Company and the other directorships that she currently holds.

**Poh Zuan Yin**

*Independent Non-Executive Director*

Poh Zuan Yin, a Malaysian, aged 33, is our Independent Non-Executive Director. She was appointed to our Board on 24 August 2023.

She graduated with a Bachelor of Laws degree from the University of Leeds, United Kingdom in June 2012 and obtained the Certificate in Legal Practice in September 2013. She was admitted as an Advocate & Solicitor of the High Court of Malaya in September 2014.

She began her pupillage at Rahmat Lim & Partners, an associated law firm of Allen & Gledhill LLP in Singapore in October 2013 and thereafter commenced her practice in the said firm as a Legal Associate specialising in corporate, commercial law and real estate in September 2014.

She subsequently left Rahmat Lim & Partners in May 2016 and joined Trowers & Hamlins International Limited (Kuala Lumpur Regional Office), a qualified foreign law firm licensed by the Malaysia Bar Council as a lawyer in June 2016. During her tenure, she was involved in mergers and acquisitions, general commercial contracts, and corporate advisory work. She left Trowers & Hamlins International Limited (Kuala Lumpur Regional Office) as a lawyer in September 2018 to join Gan, Lee & Tan as a Partner in the Corporate and Commercial department in the same month. She provided legal advisory services on corporate and commercial matters. She left Gan, Lee & Tan in September 2020 to set up Lee & Poh Partnership with another partner in October 2020. Currently, she serves as the Managing Partner in Lee & Poh Partnership, specialising in corporate and commercial law.

She is an Independent Non-Executive Director of LYC Healthcare Berhad, a company listed on Bursa Securities. Further details of her directorships in companies as at the LPD are set out in **Section 8.2.3(vi)** of this Prospectus. There is no conflict of interests or potential conflict of interests between her directorship in our Company and the other directorships that she currently holds.

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

**8.2.3 Involvements of our Directors in other businesses and corporations outside our Group**

Save as disclosed below, none of our Directors has any directorships or principal business activities performed outside our Group for the past 5 years prior to the LPD:-

**(i) Zulkifly Bin Zakaria**

<b>Company</b>	<b>Principal business activities</b>	<b>Nature of relationship</b>	<b>Date of appointment as director</b>	<b>Date of cessation as director</b>
<b><i>Present involvements:-</i></b> Federal International Holdings Berhad <sup>(1)</sup>	Investment holding of non-listed shares of its subsidiaries principally involved in renovation and interior fitout works, manufacturing and export of furniture, trading of furniture, home furnishing, home appliances and building materials, and contractor for building and construction works	• Independent Non-Executive Director	9 November 2022	-
Mooreast Holdings Ltd <sup>(2)</sup>	Investment holding of non-listed shares of its subsidiaries principally involved in the provision of mooring systems and related services, building of ships and other ocean-going vessels, engineering design and consultancy services in energy management and clean energy systems, trading of marine related equipment and accessories and provision of mooring solutions for the Floating Renewable Energy Industry	• Independent Director	28 October 2021	-
Sunview Group Berhad <sup>(1)</sup>	Investment holding of non-listed shares of its subsidiaries principally involved in engineering, procurement, construction and commissioning of solar photovoltaics facilities, solar photovoltaics construction and installation services, solar power generation and supply as well as associated services and products	• Independent Non-Executive Chairman	27 December 2021	-

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

Company	Principal business activities	Nature of relationship	Date of appointment as director	Date of cessation as director
Ar-Ridzuan Nephrocare Dialysis Sdn Bhd	Dialysis centres	<ul style="list-style-type: none"> <li>• Director and Chairman</li> </ul>	14 July 2023	-
Gradz Engineering Services Sdn Bhd	Equipment supply and engineering services	<ul style="list-style-type: none"> <li>• Director</li> <li>• Shareholder (Direct interest: 100%)</li> </ul>	25 April 2018	-
Kumpulan Perubatan AR-Ridzuan Sdn Bhd	Private hospital and medical services	<ul style="list-style-type: none"> <li>• Director</li> </ul>	8 February 2021	-
Lagardere Travel Retail Malaysia Sdn Bhd	To operate retail concessionaires at airports	<ul style="list-style-type: none"> <li>• Director</li> <li>• Shareholder (Direct interest: 30%)</li> </ul>	2 April 2012	-
Mutiara Ledang Sdn Bhd	Land development and estate management of oil palm plantation	<ul style="list-style-type: none"> <li>• Director</li> </ul>	14 August 2018	-
Nautilus Oilfield Services Sdn Bhd	Provision of onshore and offshore drilling and exploration solution	<ul style="list-style-type: none"> <li>• Director</li> <li>• Shareholder (Direct interest: 99.99%)</li> </ul>	28 December 2012	-
Perbadanan Ekonomi Islam Perak Sdn Bhd (formerly known as PKEINPK Sdn Bhd)	Development and agriculture related activities for the purpose of Islamic economic and social development	<ul style="list-style-type: none"> <li>• Director</li> </ul>	16 January 2021	-
VP Energy Pte Ltd	Dormant <sup>(3)</sup>  (Previous principal activities: Wholesale trade of variety of goods without a dominant product)	<ul style="list-style-type: none"> <li>• Director</li> <li>• Shareholder (Direct interest: 25.00%)</li> </ul>	3 May 2016	-

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

Company	Principal business activities	Nature of relationship	Date of appointment as director	Date of cessation as director
<p><b><i>Past involvements:-</i></b>                      Hiap Huat Holdings Berhad<sup>(1)</sup></p>	Investment holding of non-listed shares of its subsidiaries principally involved in manufacturing, recycling and refining all kinds of petroleum based products, industrial paints, oils, solvent chemical products and other related products and to provide all kinds of transportation services; distribution of paints, hardware and products and leasing of machineries and equipment; physical refining, processing, pre-treatment, recovery, reuse and trading of waste and residues and by-products generated from oil palm and other oils and fats industry; and provision of laboratory services including providing the products and services which involve in numerous research projects, provision of scientific or clinical advice, diagnostic testing services, dealing in all substance, apparatus and related services	<ul style="list-style-type: none"> <li>Independent Non-Executive Chairman / Senior Independent Non-Executive Director</li> </ul>	10 October 2011	29 May 2023
IDC Jadi Sdn Bhd	Development, planting and operation management of palm oil plantation	<ul style="list-style-type: none"> <li>Director</li> </ul>	1 June 2019	8 February 2021
Mahir Fikir Sdn Bhd	General trading (Dissolved on 22 October 2021)	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder (Direct interest: 50.00%)</li> </ul>	20 October 2004	-
Malaysia-China Business Council	Non-governmental organisation promoting investments and trade between China and Malaysia	<ul style="list-style-type: none"> <li>Director</li> </ul>	5 April 2012	18 June 2020

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

<b>Company</b>	<b>Principal business activities</b>	<b>Nature of relationship</b>	<b>Date of appointment as director</b>	<b>Date of cessation as director</b>
Perbadanan Ekonomi Islam Perak Sdn Bhd (formerly known as PKEINPK Sdn Bhd)	Development and agriculture related activities for the purpose of Islamic economic and social development	<ul style="list-style-type: none"> <li>• Director</li> </ul>	17 May 2018	31 December 2020

**Notes:-**

- (1) *A public company listed on Bursa Securities.*
- (2) *A public company incorporated and domiciled in Singapore and listed on the Catalist Board of Singapore Exchange Securities Trading Limited.*
- (3) *There is no immediate plan for this company currently.*

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

**(ii) Tan Cherng Thong**

<b>Company</b>	<b>Principal business activities</b>	<b>Nature of relationship</b>	<b>Date of appointment as director</b>	<b>Date of cessation as director</b>
<b><u>Present involvements:-</u></b> Bogiwogi Sdn Bhd	Dormant <sup>(1)</sup>  (Previous principal activities: Provision of computer consultancy, wholesale of computer hardware, software and peripherals, business and other applications)	<ul style="list-style-type: none"> <li>• Director</li> <li>• Shareholder (Direct interest: 50.00%)</li> </ul>	6 August 2020	-
GHSB	Investment holding company with the aim to solely house and hold the Promoters' (namely Tan Cherng Thong, Hong Boon Huon and Eng Chee Seng) and TCT International's GOHUB Shares pursuant to the Shares Transfer	<ul style="list-style-type: none"> <li>• Director</li> <li>• Shareholder (Indirect interest: 100.00%<sup>(2)</sup>)</li> </ul>	7 June 2022	-
TCT International	Investment holding of GOHUB Shares, investment properties and quoted shares on Bursa Securities  (Previous principal activities: Provision of IT, internet, telecommunication and related services)	<ul style="list-style-type: none"> <li>• Director</li> <li>• Shareholder (Direct interest: 66.67%)</li> </ul>	11 August 2004	-
Visa Apps Sdn Bhd	Dormant <sup>(1)</sup>  (Previous principal activities: To carry on the business of outsourcing visa facilitation services)	<ul style="list-style-type: none"> <li>• Director</li> <li>• Shareholder (Direct interest: 100.00%)</li> </ul>	16 December 2021	-

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

Company	Principal business activities	Nature of relationship	Date of appointment as director	Date of cessation as director
<p><b><u>Past involvements:-</u></b>                      Catchup Communications Sdn Bhd</p>	<p>To carry on the business of insurance agents and takaful agents; to provide other management consultancy activities including general, project, human resources consultancy, and to act as administration, management consultants in the management, company, person or undertakings therefore and to act as manager of such company</p> <p>(Previous principal activities: Provision of IT, internet, telecommunication, multimedia technology, system integration services, business solution consultancy, professional services, maintenance services and e-commerce and related services)</p>	<ul style="list-style-type: none"> <li>• Director<sup>(3)</sup></li> </ul>	14 February 2013	1 December 2021
<p>KK Travel and Tour Sdn Bhd (Formerly known as KK Transit Sdn Bhd)</p>	<p>Establish, organise, manage, run, own, operate the bus services in all its branches, provision of bus services to the public; activities of agencies, primarily engaged in selling travel, tour, transportation and accommodation services to the general public and commercial clients; and arranging and assembling tours that are sold through travel agencies or directly by tour operators and includes the activities of tourist guides</p>	<ul style="list-style-type: none"> <li>• Director<sup>(4)</sup></li> </ul>	28 December 2020	28 October 2022

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

Company	Principal business activities	Nature of relationship	Date of appointment as director	Date of cessation as director
NSS IT Online Services Sdn Bhd	Wholesale of computer hardware, software and peripherals, business and other applications and computer consultancy	• Director <sup>(5)</sup>	4 December 2020	3 June 2022
Real Apps Sdn Bhd	Business of other application, computer consultancy, wholesale of computer hardware, software and peripherals	• Director <sup>(6)</sup>	18 January 2017	15 December 2021
Real Apps International Sdn Bhd	IT service activities; business and other applications; wholesale of computer hardware, software and peripherals	• Director	23 October 2018	15 December 2021

**Notes:-**

- (1) *There is no immediate plan for this company currently.*
- (2) *Deemed interested by virtue of his shareholdings in TCT International pursuant to Section 8(4) of the Act.*
- (3) *He disposed his 80% direct interest in Catchup Communications Sdn Bhd to her sister-in-law, Lee Lai See on 13 January 2022.*
- (4) *He disposed his 51% direct interest in KK Travel and Tour Sdn Bhd to a third party on 29 November 2022.*
- (5) *He disposed his 51% direct interest in NSS IT Online Services Sdn Bhd to a third party on 23 June 2022.*
- (6) *He disposed his 55% direct interest in Real Apps Sdn Bhd to our subsidiary, TCT Apps on 4 July 2017. TCT Apps disposed its 55% direct shareholdings in Real Apps Sdn Bhd to a third party on 17 January 2022.*



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

**(iii) Lee Li Yee**

<b>Company</b>	<b>Principal business activities</b>	<b>Nature of relationship</b>	<b>Date of appointment as director / Business start date</b>	<b>Date of cessation as director / Business expiry date</b>
<b><u>Present involvements:-</u></b>				
GHSB	Investment holding company with the aim to solely house and hold the Promoters' (namely Tan Cherng Thong, Hong Boon Huon and Eng Chee Seng) and TCT International's GOHUB Shares pursuant to the Shares Transfer	<ul style="list-style-type: none"> <li>Shareholder (Indirect interest: 100.00%<sup>(1)</sup>)</li> </ul>	-	-
TCT International	Investment holding of GOHUB Shares, investment properties and quoted shares on Bursa Securities  (Previous principal activities: Provision of IT, internet, telecommunication and related services)	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder (Direct interest: 33.33%)</li> </ul>	25 April 2011	-
<b><u>Past involvements:-</u></b>				
Catchup Communications Sdn Bhd	To carry on the business of insurance agents and takaful agents; to provide other management consultancy activities including general, project, human resources consultancy, and to act as administration, management consultants in the management, company, person or undertakings therefore and to act as manager of such company  (Previous principal activities: Provision of IT, internet, telecommunication, multimedia technology, system integration services, business solution consultancy, professional services, maintenance services and e-commerce and related services)	<ul style="list-style-type: none"> <li>Director<sup>(2)</sup></li> </ul>	30 May 2018	1 December 2021

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

<b>Company</b>	<b>Principal business activities</b>	<b>Nature of relationship</b>	<b>Date of appointment as director / Business start date</b>	<b>Date of cessation as director / Business expiry date</b>
Excellent Asia Solutions Sdn Bhd	To carry on the business of insurance agents and takaful agents; to provide other management consultancy activities including general project, human resources consultancy, and to act as administration, management consultants in the management, company, person or undertakings therefore and to act as manager of such company  (Previous principal activities: Provision of all kinds of professional cleaning services)	<ul style="list-style-type: none"> <li>Director<sup>(3)</sup></li> </ul>	30 January 2017	31 December 2020
Maidspower Solutions <sup>(4)</sup>	Cleaning services	<ul style="list-style-type: none"> <li>Sole proprietor</li> </ul>	28 November 2013	27 November 2020

**Notes:-**

- (1) Deemed interested by virtue of her shareholdings in TCT International pursuant to Section 8(4) of the Act.
- (2) She disposed her 20% direct interest in Catchup Communications Sdn Bhd to her sister, Lee Lai See on 17 January 2022.
- (3) She disposed her 50% direct interest in Excellent Asia Solutions Sdn Bhd to a third party on 31 December 2020.
- (4) This business was registered on 26 July 2011 and expired on 25 July 2012. This business has been re-registered on 28 November 2013 using the same business name as business registration certificate that is expired for more than one year may not be renewed by the Companies Commission of Malaysia. Maidspower Solutions ceased operations in January 2019.

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

**(iv) Lee Yew Weng**

<b>Company</b>	<b>Principal business activities</b>	<b>Nature of relationship</b>	<b>Date of appointment as director / partner</b>	<b>Date of cessation as director / partner</b>
<b><i>Present involvements:-</i></b> DS Sigma Holdings Berhad <sup>(1)</sup>	Investment holding of non-listed shares of its subsidiaries principally involved in manufacturing of corrugated paper packaging products including cartons, protective packaging and paper pallets as well as supply of non-paper based protective packaging products such as plastic, foam and rubber products	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> </ul>	16 February 2022	-
Hiap Huat Holdings Berhad <sup>(1)</sup>	Investment holding of non-listed shares of its subsidiaries principally involved in manufacturing, recycling and refining all kinds of petroleum based products, industrial paints, oils, solvent chemical products and other related products and to provide all kinds of transportation services; distribution of paints, hardware and products and leasing of machineries and equipment; physical refining, processing, pre-treatment, recovery, reuse and trading of waste and residues and by-products generated from oil palm and other oils and fats industry; and provision of laboratory services including providing the products and services which involve in numerous research projects, provision of scientific or clinical advice, diagnostic testing services, dealing in all substance, apparatus and related services	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> </ul>	24 February 2021	-

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

<b>Company</b>	<b>Principal business activities</b>	<b>Nature of relationship</b>	<b>Date of appointment as director / partner</b>	<b>Date of cessation as director / partner</b>
Sunzen Biotech Berhad <sup>(1)</sup>	Biotechnology research and development, manufacturing and marketing of animal feed supplement products and investment holding of non-listed shares of its subsidiaries principally involved in biotechnology research and development, manufacture, import, export, marketing and trading of veterinary machines, pharmaceutical, chemical products, animal health products and equipment, beauty & cosmetic products, laboratory services, crude palm oil and derivative products, commercialisation of in-feed anti-bacterial products and supplements for animal health products; retail, wholesale, distribution and trading of lifestyle drinks, health and herbal drink, health supplements, functional foods, bird nests and skin care products; licensed money lending activities; and wholesaling and trading of animal health products	<ul style="list-style-type: none"> <li>• Non-Independent Non-Executive Director</li> </ul>	1 August 2020	-
IDM Padu Sdn Bhd <sup>(2)</sup>	Ceased operation (Previous principal activities: Schedule waste management, oil & gas, petrochemicals, laboratory services and information technology)	<ul style="list-style-type: none"> <li>• Director</li> <li>• Shareholder (Direct interest: 49.00%)</li> </ul>	10 October 2017	-
Sunzen International Sdn Bhd <sup>(3)</sup>	Retail, wholesale, distribution and trading of lifestyle drinks, health and herbal drinks, health supplements, functional foods, bird nests and skin care products	<ul style="list-style-type: none"> <li>• Director</li> </ul>	8 February 2021	-

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

Company	Principal business activities	Nature of relationship	Date of appointment as director / partner	Date of cessation as director / partner
<b><i>Past involvements:-</i></b> Sinaran Advance Group Berhad <sup>(1)</sup>	Investment holding of non-listed shares of its subsidiaries principally involved in construction and related activities, wholesale of pharmaceutical and medical goods, design, manufacture and distribution of sports footwear, sports apparel and accessories and property investment holding	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> </ul>	11 September 2020	5 July 2021
Finsource Sdn Bhd	Provision of financial advisory services	<ul style="list-style-type: none"> <li>Shareholder (Direct interest: 20.00%)<sup>(5)</sup></li> </ul>	-	-
K-Star Sports Limited <sup>(4)</sup>	Investment holding of non-listed shares of its subsidiary principally involved in design, manufacture and distribution of sports footwear, sports apparel and accessories)	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> </ul>	24 March 2014	5 July 2021
The Yanwo Sdn Bhd <sup>(6)</sup>	Manufacturing, trading, marketing, e-commerce, sales of food and beverage nutrition	<ul style="list-style-type: none"> <li>Director</li> </ul>	8 September 2021	26 January 2022
Yewnited Logistics Sdn Bhd	Business of land transportation, logistics and its related services and activities (Dissolved on 22 June 2023)	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder (Direct interest: 50.00%)</li> </ul>	15 March 2017	5 February 2021
Yewnited Partners Sdn Bhd	Business management consultancy services	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder (Direct interest: 33.33%)<sup>(7)</sup></li> </ul>	24 January 2017	22 September 2022

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

**Notes:-**

- (1) *A public company listed on Bursa Securities.*
- (2) *In the process of winding up.*
- (3) *A subsidiary of Sunzen Biotech Berhad (a public company listed on Bursa Securities).*
- (4) *A public company incorporated in Singapore (registered in Malaysia as a foreign company on 16 September 2009) and listed on Bursa Securities. On 28 May 2021, K-Star Sports Limited has completed the transfer listing to Sinaran Advance Group Berhad.*
- (5) *He disposed his entire shareholdings to a third party on 2 June 2022.*
- (6) *An indirect subsidiary of Sunzen Biotech Berhad (a public company listed on Bursa Securities).*
- (7) *He disposed his entire shareholdings to a third party on 14 July 2023.*

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

**(v) Alwizah Al-Yafii Binti Ahmad Kamal**

<b>Company</b>	<b>Principal business activities</b>	<b>Nature of relationship</b>	<b>Date of appointment as director / partner</b>	<b>Date of cessation as director / partner</b>
<b><i>Present involvements:-</i></b> Cnergenz Berhad <sup>(1)</sup>	Investment holding of non-listed shares of its subsidiary principally involved in the provision of integrated solutions for surface-mount technology manufacturing line, sales of related surface-mount technology machines, equipment, spare parts and consumable, and the provision of related repair maintenance and other support services.	<ul style="list-style-type: none"> <li>• Independent Non-Executive Director</li> <li>• Shareholder (Direct interest: &lt;0.1%)</li> </ul>	23 September 2021	-
Infoline Tec Group Berhad <sup>(1)</sup>	Investment holding of non-listed shares of its subsidiaries principally involved in the provision of IT infrastructure and cybersecurity solutions, trading of ancillary hardware and related services.	<ul style="list-style-type: none"> <li>• Independent Non-Executive Director</li> <li>• Shareholder (Direct interest: &lt;0.1%)</li> </ul>	1 November 2021	-
Minox International Group Berhad <sup>(1)</sup>	Investment holding of non-listed shares of its subsidiaries principally involved in the distribution of stainless steel sanitary valves, tubes and fittings, installation components and equipment, rubber hoses under the MINOX brand and other related products.	<ul style="list-style-type: none"> <li>• Independent Non-Executive Chairperson</li> </ul>	1 November 2022	-

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

<b>Company</b>	<b>Principal business activities</b>	<b>Nature of relationship</b>	<b>Date of appointment as director / partner</b>	<b>Date of cessation as director / partner</b>
Sarawak Cable Berhad <sup>(1)</sup>	Investment holding of non-listed shares of its subsidiaries principally involved in manufacture and sale of power cables and wires, manufacturing, fabrication, galvanising and sale of steel structures, designing, financing construction of independent and mini hydro power plant, manufacture and sale of telecommunication and power cables, power lines construction, inspection and maintenance services and provision of chartered or non-scheduled helicopter services, contractors and infrastructure development, provision of management and consultancy services	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> </ul>	31 May 2023	-
AKAL Corporate Advisors Sdn Bhd	Advisors and consultants and to render secretarial, management, commercial, financial, treasury and other related services	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder (Direct interest: 60.00%)</li> </ul>	1 October 2013	-
AKAL Advisors PLT	Business management consultancy services, accounting, bookkeeping and auditing activities consultancy, and tax consultancy	<ul style="list-style-type: none"> <li>Partner</li> </ul>	22 May 2014	-
Nuri Corporation Sdn Bhd	Dormant <sup>(2)</sup>  (Previous principal activities: Investment holding company)	<ul style="list-style-type: none"> <li>Shareholder (Direct interest: 1.36%)</li> </ul>	-	-



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

Company	Principal business activities	Nature of relationship	Date of appointment as director / partner	Date of cessation as director / partner
<b><i>Past involvements:-</i></b>				
Revenue Group Berhad <sup>(1)</sup>	Investment holding of non-listed shares of its subsidiaries principally involved in the provision of cashless payment solutions	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> </ul>	1 June 2022	14 March 2023
Artisan Shack Sdn Bhd	Business and service related to multimedia, internet and other form of IT, and general trading investment (Dissolved on 27 June 2019)	<ul style="list-style-type: none"> <li>Shareholder (Direct interest: 90.00%)</li> </ul>	-	-
ETC Technology Malaysia Sdn Bhd	Repair and maintenance of industrial machinery and equipment	<ul style="list-style-type: none"> <li>Director</li> </ul>	20 January 2017	31 October 2022
SRL Advisory Sdn Bhd	Legal activities and other management consultancy activities (Dissolved on 26 April 2021)	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder (Direct interest: 33.33%)</li> </ul>	16 November 2017	-

**Notes:-**

- (1) A public company listed on Bursa Securities.
- (2) There is no immediate plan for this company as at this juncture.

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

**(vi) Poh Zuan Yin**

Company	Principal business activities	Nature of relationship	Date of appointment as director / partner	Date of cessation as director / partner
<p><b><u>Present involvements:-</u></b> LYC Healthcare Berhad<sup>(1)</sup></p>	<p>Investment holding of non-listed shares of its subsidiaries principally involved in the provision of IT solutions, IT outsourcing services and business management consultant services; performing research and development and the provision of e-manufacturing solutions and IT outsourcing services; provision of healthcare related services, confinement care services, child daycare services, medical and surgical advisory services, specialised medical services (including day surgical centres) and clinics and other general medical services (western); provision of cosmetics, personal care, wellness related products and services and medical aesthetic treatment; manufacturing food and health supplements; dental and medical related institutions for consultation and treatment; provision of infrastructure for hosting, data processing services and related activities, data processing activities and research and development on information communication technology; manufacture, wholesale and retail sales of nutraceuticals, pharmaceutical and healthcare related products; dealing in raw and finished consumable and non-consumable food ingredients; and retail sale of any kind of product over the internet, organisation, promotions and/or management of event, export and import of other food products</p>	<ul style="list-style-type: none"> <li>Independent Non-Executive Director</li> </ul>	<p>29 May 2023</p>	<p>-</p>

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

<b>Company</b>	<b>Principal business activities</b>	<b>Nature of relationship</b>	<b>Date of appointment as director / partner</b>	<b>Date of cessation as director / partner</b>
Apollo Venture PLT	Investment holding of shares	<ul style="list-style-type: none"> <li>• Partner</li> </ul>	27 June 2022	-
Lee & Poh Partnership	Law firm	<ul style="list-style-type: none"> <li>• Partner</li> </ul>	1 October 2020	-
MISHU Sdn Bhd	Provision of company secretarial services and other related services, business management consultancy services and other related consulting services, and other business support services, to act as holding company of non-listed shares of its subsidiaries principally involved in the provision of corporate advisory, tax and accounting services, human resources related services, and providing infrastructure for hosting data processing services and related activities, computer programming activities (with intention to develop its own web application to support and enhance its company secretarial services), business and other applications	<ul style="list-style-type: none"> <li>• Shareholder (Direct interest: 20%)</li> </ul>	-	-
Morganfield Capital PLT	Investment holding in equity crowdfunding	<ul style="list-style-type: none"> <li>• Partner</li> </ul>	18 December 2020	-
Smart Angel Venture PLT	Investment holding in equity crowdfunding	<ul style="list-style-type: none"> <li>• Partner</li> </ul>	9 December 2021	-
<b><i>Past involvement:-</i></b> Sierra Marketing PLT	Business management consultancy services, business brokerage activities and advertising	<ul style="list-style-type: none"> <li>• Partner</li> </ul>	3 August 2020	2 September 2020

**Note:-**

(1) A public company listed on Bursa Securities.

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

The involvements of our Directors as disclosed above exclude shares in public listed companies held by our Directors as minority shareholders (less than 5.00% of the total number of issued shares of a public listed company) in which they do not hold any directorship in these public listed companies, and the shares held are only for trading and personal investment purposes.

The involvements of our Executive Directors mentioned above in other principal business activities outside of our Group will not affect their commitment and responsibilities to our Group in their respective roles as our Directors as their involvement in the abovementioned companies are minimal as these companies are either investment holding of shares or dormant. Hence, our Board is of the view that this would not affect their contribution and performance in our Group.

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

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### 8.3 Board practice

#### 8.3.1 Directorship

Our Board acknowledges and takes cognisance of the Malaysian Code on Corporate Governance which contains best practices and guidance for listed companies to improve upon or to enhance their corporate governance as it forms an integral part of their business operations and culture.

Our Board believes that our current Board composition provides an appropriate balance in terms of skills, knowledge and experience to promote the interest of all shareholders and to govern our Group effectively. Our Company has adopted the recommendations under the Malaysian Code on Corporate Governance that at least half of the Board comprises Independent Non-Executive Directors, our chairman of the Board should not be a member of our Audit and Risk Management Committee, Nomination Committee or Remuneration Committee, and to have at least 30% women directors on our Board.

In accordance with our Constitution, our Directors shall have the power at any time and from time to time to appoint any person to be a Director either to fill a casual vacancy or as an addition to the existing Director, but so that the total number of Directors shall not at any time exceed the maximum number fixed by or in accordance with our Constitution which is 9 directors.

Any person appointed as Director, either to fill a casual vacancy or as an addition to the existing Directors, shall hold office only until the next AGM and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.

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

- (i) to provide leadership and oversee the overall conduct of our Group's businesses to ensure that our businesses are being properly managed;
- (ii) to review and adopt strategic plans for our Group and to ensure that such strategic plans and the risk, performance and sustainability thereon are effectively integrated and appropriately balanced;
- (iii) to review and adopt corporate governance best practices in relation to risk management, legal and compliance management and internal control systems to safeguard our Group's reputation and our employees and assets and to ensure compliance with applicable laws and regulations;
- (iv) to ensure that our Company has effective Board committees as required by the applicable laws, regulations, rules, directives and guidelines and as recommended by the Malaysian Code on Corporate Governance;
- (v) to review and approve our annual business plans, financial statements and annual reports;
- (vi) to monitor the relationship between our Group and our management, shareholders and stakeholders, and to develop and implement an investor relations programme or shareholders' communications policy for our Group; and

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

- (vii) to appoint our Board committees, to delegate powers to such committees, to review the composition, performance and effectiveness of such committees and to review the reports prepared by our Board committees and deliberate on the recommendations thereon.

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

Name	Date of appointment as Director	Date of expiration of the current term of office <sup>(1)</sup>	Approximate no. of years in office
Zulkifly Bin Zakaria	24 August 2023	Subject to retirement at AGM in year 2024	< 1 year
Tan Cherng Thong	3 June 2022	Subject to retirement at AGM in year 2024	> 1 year
Lee Li Yee	7 December 2022	Subject to retirement at AGM in year 2025	< 1 year
Lee Yew Weng	24 August 2023	Subject to retirement at AGM in year 2025	< 1 year
Alwizah Al-Yafii Binti Ahmad Kamal	24 August 2023	Subject to retirement at AGM in year 2026	< 1 year
Poh Zuan Yin	24 August 2023	Subject to retirement at AGM in year 2026	< 1 year

**Note:-**

- (1) Pursuant to our Constitution, an election of the Directors shall take place each year at the AGM of our Company where 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 and be eligible for re-election provided always that all Directors shall retire from office once at least in each 3 years but shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires.

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

### 8.3.2 Audit and Risk Management Committee

Our Audit and Risk Management Committee was established by our Board on 24 August 2023. The composition of our Audit and Risk Management Committee is set out below:-

Name	Designation	Directorship
Lee Yew Weng	Chairperson	Independent Non-Executive Director
Alwizah Al-Yafii Binti Ahmad Kamal	Member	Independent Non-Executive Director
Poh Zuan Yin	Member	Independent Non-Executive Director

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

- (i) to ensure openness, integrity and accountability in our Group's activities so as to safeguard the rights and interests of our shareholders;

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

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- (ii) to review and approve our quarterly and annual financial statements for recommendation to our Board, focusing in particular on any changes in or implementation of major accounting policies and practices, significant and unusual events, significant adjustments arising from the audit, going concern assumption and compliance with accounting standards and other regulatory or legal requirements;
- (iii) to provide assistance to our Board in fulfilling its fiduciary responsibilities relating to corporate accounting and reporting practices;
- (iv) to improve our Group's business efficiency, the quality of accounting and audit functions so as to strengthen the public's confidence in our reported results;
- (v) to oversee and recommend to our Board the risk management framework and policies of our Group;
- (vi) to advise our Board on setting appropriate policies on internal control and seek assurance that our systems are adequate and functioning effectively to address the risks;
- (vii) to maintain a direct line of communication between our Board and the external and internal auditors;
- (viii) to enhance the independence of our external and internal auditors;
- (ix) to evaluate the quality of the audits performed by our external and internal auditors;
- (x) to assess the suitability, objectivity and independence of our external auditors, including obtaining written assurance from external auditors confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements;
- (xi) to create a climate of discipline and control, this will reduce the opportunity for fraud;
- (xii) to monitor and review matters relating to related party transactions entered into by our Group and any conflict of interests situations that may arise within our Group;
- (xiii) to recommend to our Board the nomination and re-appointment of the external auditors, considering their independence, the adequacy of experience, audit fee and any issue regarding resignation or dismissal;
- (xiv) to determine our level of risk tolerance and actively identify, assess and monitor key business risks to safeguard our shareholders' investments and our assets;
- (xv) to ensure that our Board conducts an annual review and periodic testing of our internal control and risk management;
- (xvi) to perform the oversight function over the administration of whistleblowing policy that is approved and adopted by the Board and to protect the values of transparency, integrity, impartiality and accountability where the Group conducts its business and affairs; and

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

- (xvii) to obtain advice from independent parties and other professionals, where necessary, in discharging their duties.

**8.3.3 Remuneration Committee**

Our Remuneration Committee was established by our Board on 24 August 2023. The composition of our Remuneration Committee is set out below:-

Name	Designation	Directorship
Poh Zuan Yin	Chairperson	Independent Non-Executive Director
Alwizah Al-Yafii Binti Ahmad Kamal	Member	Independent Non-Executive Director
Lee Yew Weng	Member	Independent Non-Executive Director

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

- (i) to assist our Board in determining the remuneration of our executive directors and key senior management. In fulfilling this responsibility, our Remuneration Committee is to ensure that our Executive Directors and our key senior management:-
- (a) are fairly rewarded for their individual contributions to overall performance;
  - (b) that the compensation is reasonable in light of our objectives; and
  - (c) that the compensation is similar to other companies.
- (ii) to review and recommend on an annual basis, the performance of our Directors and our key senior management, and recommend to our Board specific adjustments in remuneration and/or reward payments to be passed at a general meeting;
- (iii) to establish our Executive Director's goals, objectives and key performance indicators;
- (iv) to review our Executive Director's performance against the goals, objectives and key performance indicators set; and
- (v) to ensure that the remuneration packages and benefits for Independent Non-Executive Directors do not conflict with their obligations to bring objective and independent judgement to our Board.

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

### 8.3.4 Nomination Committee

Our Nomination Committee was established by our Board on 24 August 2023. The composition of our Nomination Committee is set out below:-

Name	Designation	Directorship
Alwizah Al-Yafii Binti Ahmad Kamal	Chairperson	Independent Non-Executive Director
Lee Yew Weng	Member	Independent Non-Executive Director
Poh Zuan Yin	Member	Independent Non-Executive Director

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

- (i) to identify, assess and recommend to our Board, candidates for our board directorships, having regard to their expertise, experience, and other core competencies, potential conflict of interest, contribution and integrity which the Directors should bring to the Board to meet the needs of our Company, strengthen Board leadership and oversight of sustainability issues;
- (ii) to recommend to our Board, a mixture of suitable, qualified and experienced candidates as Directors to fill the seats on our Board committees, taking into consideration the optimum and effective size of the Board and the candidates:-
  - (a) character, competency, knowledge and experience;
  - (b) professionalism;
  - (c) integrity and credibility;
  - (d) fit and properness;
  - (e) time commitment, particularly number of other directorships; and
  - (f) in the case of the candidates for the position of Independent Non-Executive Directors, the Nomination Committee would also evaluate the candidates' ability to discharge such responsibilities or functions as expected from the Independent Non-Executive Directors;
- (iii) to assess and evaluate, on an annual basis, or as required, the desirability of the overall composition of our Board and the balance amongst Executive, Non-Executive and Independent Directors;
- (iv) to evaluate the effectiveness of our Board and Board committees as a whole (including its size and composition) and contributions of each individual Director including a review of the performance of our Board in addressing our Company's material sustainability risks and opportunities. All assessments and evaluations carried out by our Nomination Committee in the discharge of all its functions would be properly documented;
- (v) to determine the independence of each Director annually and ensure that the independent Directors can bring independence and objective judgement to board deliberations;
- (vi) to review on an annual basis, the required mix of skills, experience, gender diversity and other qualities, including core competencies which Non-Executive and Executive Directors should have;

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

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- (vii) to assess on an annual basis, the effectiveness of our Board and the Committees of our Board as a whole and each individual Director of the Board including a review of the performance of our Board in addressing the Company's material sustainability risks and opportunities;
- (viii) to review on an annual basis, the terms of office and performance of our Audit and Risk Management Committee and each of its members to determine whether our Audit and Risk Management Committee and its members have carried out their duties in accordance with the terms of reference of our Audit and Risk Management Committee;
- (ix) to review and ensure an appropriate framework and plan for our Board succession;
- (x) to recommend Director(s) who are retiring (by casual vacancy and/or by rotation) for re-election at our AGM; and
- (xi) to ensure that our Directors receive appropriate induction programs and undergo continuous training in order to broaden their perspectives and to keep abreast with developments in the marketplace, changes in new statutory and regulatory requirements and understand the sustainability issues relevant to our Company and its business, including climate-related risks and opportunities.

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

**8.4 Key senior management**

**8.4.1 Shareholdings in our Company**

The table below sets out the direct and indirect shareholdings of each of our key senior management in our Company before and after our IPO and Shares Transfer, assuming our key senior management subscribe for their respective entitlements under the Pink Form Allocations in full as set out in **Section 3.3.1(ii)** of this Prospectus:-

Name	Designation	Nationality	Before the IPO and Shares Transfer / As at the LPD				After the IPO and Shares Transfer			
			Direct		Indirect		Direct		Indirect	
			No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(2)%	No. of Shares	(2)%
Tan Cherg Thong	Executive Director / CEO	Malaysian	169,702,104	57.95	<sup>(3)</sup> 2,417,932	0.83	7,120,036	1.78	<sup>(3)</sup> 220,000,000	55.00
Lee Li Yee	Executive Director / Finance Director	Malaysian	-	-	<sup>(3)</sup> 2,417,932	0.83	-	-	<sup>(3)</sup> 220,000,000	55.00
Hong Boon Huon	CTO	Malaysian	37,281,684	12.73	-	-	4,281,684	1.07	-	-
Eng Chee Seng	Chief Business Development Officer	Malaysian	24,854,456	8.49	-	-	2,854,456	0.71	-	-
Mohd Aidy Hisyam Bin Abdullah	Head of Operation (Terminal)	Malaysian	-	-	-	-	300,000	0.08	-	-
Noor Rashid Bin Omar	Head of Operation (BOS)	Malaysian	-	-	-	-	300,000	0.08	-	-
Sing Chee Yeong	Senior Manager – IT Development Department	Malaysian	-	-	-	-	300,000	0.08	-	-
Chew Boon Keat	Head of Finance	Malaysian	-	-	-	-	200,000	0.05	-	-

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

**Notes:-**

- (1) *Based on our issued share capital comprising 292,820,000 Shares after the Pre-IPO Restructuring and Transactions but before the IPO and Shares Transfer.*
- (2) *Based on our enlarged issued share capital comprising 400,000,000 Shares after the IPO and Shares Transfer.*
- (3) *Deemed interested by virtue of his/her shareholdings in TCT International, pursuant to Section 8(4) of the Act. Please refer to **Section 8.1.3** of this Prospectus for further details of TCT International.*

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

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**8.4.2 Profiles of our key senior management**

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

**Tan Cherng Thong**

*Promoter, substantial shareholder and Executive Director / CEO*

Please refer to **Section 8.1.3** of this Prospectus for his profile.

**Lee Li Yee**

*Promoter, substantial shareholder and Executive Director / Finance Director*

Please refer to **Section 8.1.3** of this Prospectus for her profile.

**Hong Boon Huon**

*Promoter and CTO*

Please refer to **Section 8.1.3** of this Prospectus for his profile.

**Eng Chee Seng**

*Promoter and Chief Business Development Officer*

Please refer to **Section 8.1.3** of this Prospectus for his profile.

**Mohd Aidy Hisyam Bin Abdullah**

*Head of Operation (Terminal)*

Mohd Aidy Hisyam Bin Abdullah, a Malaysian, aged 38, is our Head of Operation (Terminal). He has approximately 15 years of working experience in the operations of bus terminals and maintaining IT infrastructure systems. He is responsible for overseeing the day-to-day operations of the Specified Bus Terminals and the maintenance of the IT infrastructure systems for the company's business operations.

Upon graduating from high school, S.M.K Chemomoi, Bentong, Pahang in November 2002, he began his career as a Counter Operation Officer with Bandar Express Services Sdn Bhd, an express bus operating company, in December 2002. He was mainly responsible for serving the customers and perform ticket purchase transactions.

He left Bandar Express Services Sdn Bhd as a Counter Operation Officer in June 2003 to pursue his diploma studies in System and Networking at Kolej Poly-Tech MARA. However, he discontinued his diploma studies in August 2008.

In April 2008, he joined Energetic Point Sdn Bhd, an online bus ticketing service provider, to undergo practical training. Upon completion of the training in August 2008, he worked as a System Support Officer. He was mainly tasked to provide IT hardware and software support, and maintenance. He was subsequently transferred to E-Transact (a subsidiary of Energetic Point Sdn Bhd) as a System Support Executive in November 2010. He was mainly responsible for managing a team of IT personnel providing hardware and software support and maintenance to bus operators.

He subsequently left as a System Support Executive in E-Transact in May 2011 and joined TCT International as an Assistant Operation Manager in the same month. He was mainly tasked to monitor the IT system for bus terminals and provide IT support to bus operators as well as conduct IT related training to bus terminal staff.

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

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While being employed at TCT International, he subsequently pursued to venture into business of provision of IT hardware to small and medium size businesses through NSS, where he was appointed as a Director and Chief Operation Officer of NSS in May 2013 and acquired 50% equity interest in NSS in September 2013. He was responsible to oversee all aspects of terminal operations, including managing the flow of buses and passengers at the bus terminal, as well as liaising with the relevant authorities to ensure operational compliance with the relevant governing rules and regulations relating to land public transport. He later left as an Assistant Operation Manager in TCT International in December 2013 to focus on his business venture in NSS.

He was subsequently designated from Chief Operation Officer to Head of Operation (Terminal) in NSS in January 2021.

**Noor Rashid Bin Omar**  
*Head of Operation (BOS)*

Noor Rashid Bin Omar, a Malaysian, aged 45, is our Head of Operation (BOS). He has approximately 17 years of working experience in IT project management for bus operations. He is responsible for overseeing the maintenance and technical support for the IT systems for stage bus operations of our Group.

He completed his diploma study in Computer Science at Entrepreneurs Development Institute, Malaysia in October 1998. He subsequently obtained the Malaysian Skills Certificate Level 3 on Computer Systems Technician from Majlis Latihan Vokasional Kebangsaan (now known as Jabatan Pembangunan Kemahiran) in December 2003.

He set up Rims Computer System with other business partners to supply computer equipment and computer software from May 1999 to May 2002. He became a Computer Science tutor in the Institute Technology Mutiara in 2002. He later left as a Computer Science tutor in Institute Technology Mutiara in 2005 and joined E-Transact, as Technical Supervisor in October 2005. He was mainly tasked with the installation and configuration of hardware and software components, as well as IT support.

He subsequently left as a Technical Supervisor in E-Transact in March 2009. He joined TCT International in May 2009 and acquired 20% equity interest in TCT International in the same month. He undertook the role of the Technical Manager and was mainly tasked to oversee the IT software and maintenance of CTS.

He left TCT International as a Technical Manager in October 2011 to pursue his entrepreneur path by subsequently setting up NSS with his brother in October 2011 with the aim to act as an IT hardware provider to small and medium businesses. He was appointed as a director of NSS in October 2011 and tasked to market IT hardware to businesses. He subsequently disposed his entire equity interest to Mohd Aidy Hisyam Bin Abdullah and relinquished his position as the director of NSS in September 2013 due to financial reason.

He re-joined NSS as Operation Manager in September 2013. He was mainly responsible for overseeing the maintenance and technical support for the IT systems for stage bus operations. He later disposed his entire equity interest in TCT International to Tan Cherng Thong and relinquished his position as a director in TCT International in March 2014. He later acquired 10% equity interest in NSS in August 2015. The details on his shareholdings in NSS up to the Pre-IPO Restructuring and Transactions are set out in **Section 5.5(i)** of this Prospectus.

He was subsequently redesignated as the Head of Operation (BOS) of NSS in January 2021.

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

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**Sing Chee Yeong**

*Senior Manager – IT Development Department*

Sing Chee Yeong, a Malaysian, aged 50, is our Senior Manager in the IT Development Department. He has more than 20 years of experience in the field of IT enterprise solution, specialising in web application development and database structure. As our Senior Manager in the IT Development Department, he is responsible for overseeing the planning, execution and delivery of IT projects as well as supporting our CTO in managing a team of IT professionals under the IT Development Department.

He graduated with a Bachelor of Science degree majoring in Physics from Universiti Malaya in August 1998. He later obtained his Master of Science degree majoring in information technology from Universiti Putra Malaysia in February 2000. He is recognised as an Oracle9i Database Administrator Certified Associate and Oracle9i Database Administrator Certified Professional by the Oracle Certification Program in September 2003 and July 2004 respectively.

He began his career in December 1999 as a System Support Executive with Super Link Solutions Sdn Bhd, a software provider. He was tasked to provide IT support on hardware and software, as well as performing customisation of software to meet customers' specific technical IT requirements.

He subsequently resigned from Super Link Solutions Sdn Bhd as a System Support Executive in May 2000 and joined ISC Technology Sdn Bhd (now known as Patimas Dot Com Sdn Bhd), a software solution provider as Technical Specialist in the same month. He was responsible for website development and designing database structure in SQL server.

He left ISC Technology Sdn Bhd as a Technical Specialist in November 2001 and joined a software development company, Online One Software (MSC) Sdn Bhd (a subsidiary of Online One Corporation Berhad (presently known as Green Ocean Corporation Berhad, a public company listed on Bursa Securities)) as Analyst Programmer in December 2001. He was responsible for web application development and integration of software systems. He was promoted to Senior Manager in April 2008 and left the company as a Senior Manager in the same month.

In June 2008, he joined Greenwave Technology Sdn Bhd, an IT solutions company focusing on IT enterprise solution development as a Senior Manager. He was responsible for web application development and designing database structure. He later left Greenwave Technology Sdn Bhd as a Senior Manager in March 2016, and subsequently acquired 5% equity interest in NSS and joined the company as Senior Manager of IT Development Department in the same month. The details on his shareholdings in NSS up to the Pre-IPO Restructuring and Transactions are set out in **Section 5.5(i)** of this Prospectus.

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

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**Chew Boon Keat**

*Head of Finance*

Chew Boon Keat, a Malaysian, aged 32, is our Head of Finance. He has approximately 8 years of experience in the field of auditing. As our Head of Finance, he is responsible for overseeing the budgeting forecasting, preparation of financial reports and monitoring receivables and payables of our Group.

He graduated with a Bachelor of Accounting (Honours) degree from Universiti Tunku Abdul Rahman, Malaysia in March 2015. He is a Member of the Association of Chartered Certified Accountants and the Malaysian Institute of Accountants since February 2020 and February 2022 respectively.

He began his career in December 2014 as Audit Associate in Crowe Malaysia PLT, an international accounting firm which serves mid-to-large privately-owned and public listed companies involved in a wide range of industries including oil and gas, manufacturing, construction, property developer, information technology, trading, services and retail. He was responsible for managing full aspects of statutory audit engagements.

In October 2021, he was promoted to Senior Manager to lead and supervise a group of audit associates and seniors. He was mainly involved in the budgeting process to prepare forecast billings and collections on a regular basis, recurring statutory audits and handling ad hoc special assignments including review of forecasts and projections, financial due diligence and preparation of pro forma and accountants' report in connection with mergers and acquisitions, initial public offerings and corporate restructuring.

In July 2023, he left Crowe Malaysia PLT as a Senior Manager and joined our Group as Head of Finance in the same month.

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

**8.5 Remuneration of Directors and key senior management**

**8.5.1 Directors**

The aggregate remuneration and material benefits-in-kind (which includes contingent or deferred remuneration) paid or proposed to be paid to our Directors on a yearly basis for services rendered in all capacities to our Group for the FYE 2022 and FYE 2023 are as follows:-

**(i) FYE 2022 (paid)**

Director	Fixed and non-deferred remuneration			Variable and non-deferred remuneration		Total (RM'000)
	Director's fee (RM'000)	Salary (RM'000)	Contributions to EPF and SOCSO (RM'000)	Bonus (RM'000)	Benefit-in-kind (RM'000)	
<b><u>Executive Directors</u></b>						
Tan Cherng Thong	12	340	42	-	24	418
Lee Li Yee	-	177	22	-	17	216
<b><u>Non-Executive Directors</u></b>						
Zulkifly Bin Zakaria	-	-	-	-	-	-
Lee Yew Weng	-	-	-	-	-	-
Alwizah Al-Yafii Binti Ahmad Kamal	-	-	-	-	-	-
Poh Zuan Yin	-	-	-	-	-	-

**8. INFORMATION ON OUR PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (cont'd)****(ii) FYE 2023 (proposed)**

Name	Fixed and non-deferred remuneration			Variable and non-deferred remuneration		Total		
	Director's Fee (RM'000)	Salary (RM'000)	Contributions to EPF and SOCSSO (RM'000)	Bonus (RM'000)	Benefit-in- kind (RM'000)	Paid as at the LPD (RM'000)	Expected to be paid (RM'000)	Total (RM'000)
<b><u>Executive Directors</u></b>								
Tan Cheng Thong	-	480	59	-	24	375	188	563
Lee Li Yee	-	202	26	8	12	167	81	248
<b><u>Non-Executive Directors</u></b>								
Zulkifly Bin Zakaria	-	-	-	-	-	-	-	-
Lee Yew Weng	-	-	-	-	-	-	-	-
Alwizah Al-Yafii Binti Ahmad Kamal	-	-	-	-	-	-	-	-
Poh Zuan Yin	-	-	-	-	-	-	-	-

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

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

### 8.5.2 Key senior management

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

Key senior management	Remuneration band	
	FYE 2022 (RM'000)	FYE 2023 (proposed) (RM'000)
Hong Boon Huon	250 – 300	400 – 450
Eng Chee Seng	250 – 300	250 – 300
Mohd Aidy Hisyam Bin Abdullah	100 – 150	100 – 150
Noor Rashid Bin Omar	100 – 150	100 – 150
Sing Chee Yeong	200 – 250	200 – 250
Chew Boon Keat <sup>(1)</sup>	-	50 – 100

**Note:-**

(1) He joined our Group on 24 July 2023.

The remuneration of our key senior management, which includes salaries, bonuses and allowances and other benefits (such as parking and mobile allowances), must be considered and recommended by our Remuneration Committee and subsequently approved by our Board.

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

**8.6 Involvement of our key senior management in other businesses and corporations outside our Group**

Save as disclosed below, none of our key senior management has any directorships or principal business activities performed outside our Group for the past 5 years prior to the LPD:-

**(a) Hong Boon Huon**

Company	Principal business activities	Nature of relationship	Date of appointment as director	Date of cessation as director
<b><u>Present involvement:-</u></b>				
-	-	-	-	-
<b><u>Past involvement:-</u></b>				
Margan	To carry on the business as investment holding companies; to provide business management consultancy activities and carry on the business as consultants in the management, organisation and supervision of all kinds of project, or undertakings thereof; to provide other management consultancy activities and to act as administration, management consultants in the management, company, person or undertakings therefore and to act as manager of such company	Director <sup>(1)</sup>	25 April 2018	6 December 2022

**Note:-**

(1) He disposed his 70% direct interest in Margan to a third party on 31 December 2022.

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

**(b) Eng Chee Seng**

Company	Principal business activities	Nature of relationship	Date of appointment as director	Date of cessation as director
<b><u>Present involvement:-</u></b>				
Black Ink Sdn Bhd	Operating cafeterias and other food services	<ul style="list-style-type: none"> <li>Shareholder (Direct interest: 20.00%)</li> </ul>	-	-
<b><u>Past involvements:-</u></b>				
Angels' Avenue Sdn Bhd	Pre-primary education (Private) / Kindergarten (Dissolved on 16 October 2020)	<ul style="list-style-type: none"> <li>Director</li> <li>Shareholder (Direct interest: 70.00%)</li> </ul>	21 May 2007	-
Central Segamat Auto Sdn Bhd	Retailing motor vehicle spare parts	<ul style="list-style-type: none"> <li>Director</li> </ul>	12 January 2009	18 May 2022
Nyrak Sdn Bhd	Information communication technology (ICT) consultation and solution development, building construction and renovation and trading of agriculture products	<ul style="list-style-type: none"> <li>Director<sup>(1)</sup></li> </ul>	7 August 2019	28 October 2022
Real Apps Sdn Bhd	Business of other application, computer consultancy, wholesale of computer hardware, software and peripherals	<ul style="list-style-type: none"> <li>Director<sup>(2)</sup></li> </ul>	18 January 2017	15 December 2021

**Notes:-**

(1) He disposed his 100% direct interest in Nyrak Sdn Bhd to a third party on 3 November 2022.

(2) He disposed his 45% direct interest in Real Apps Sdn Bhd to third parties on 4 July 2017.

The involvements of our key senior management, namely Eng Chee Seng in other principal business activities outside of our Group will not affect his commitment and responsibilities to our Group in his roles as one of our key senior management given that the day-to-day management and operations of the business is managed by the other shareholders and supported by an independent management team.

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

### **8.7 Declaration from our Promoters, Directors and key senior management**

As at the LPD, none of our Promoters, Directors and key senior management is or has been involved in any of 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 he was a partner or any corporation of which he was a director or member of key senior management;
- (ii) such person was 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, such person was charged or convicted in a criminal proceeding or is a named subject of a pending criminal proceeding;
- (iv) in the last 10 years, any judgment was entered against such person, or finding of fault, misrepresentation, dishonesty, incompetence or malpractice on his part, involving a breach of any law or regulatory requirement that relates to the capital market;
- (v) in the last 10 years, such person was the subject of any civil proceeding, involving an allegation of fraud, misrepresentation, dishonesty, incompetence or malpractice on his part that relates to the capital market;
- (vi) such person was the subject of any order, judgment or ruling of any court, government, or regulatory authority or body temporarily enjoining him from engaging in any type of business practice or activity;
- (vii) in the last 10 years, such person has been reprimanded or issued any warning by any regulatory authority, securities or derivatives exchange, professional body or government agency; and
- (viii) any unsatisfied judgment against such person.

### **8.8 Family relationships and/or associates**

Save as disclosed below, there is no other family relationship and/or association between any of our Promoters, substantial shareholders, Directors, key senior management and Specified Shareholders as at the LPD:-

- (i) Tan Cherng Thong, our Promoter, substantial shareholder and Executive Director / CEO, is the spouse of Lee Li Yee. He is the director and shareholder of both TCT International and GHSB (indirect shareholding via TCT International);
- (ii) Lee Li Yee, our Promoter, substantial shareholder and Executive Director / Finance Director, is the spouse of Tan Cherng Thong. She is the director and shareholder of TCT International and shareholder of GHSB (indirect shareholding via TCT International);
- (iii) Kam Shee Na, our Specified Shareholder and General Manager (Business Development), is stepsister of Tan Cherng Thong and stepsister-in-law of Lee Li Yee; and
- (iv) Au Yong Chee Keong, our Specified Shareholder and Supply Chain & Operation Manager, is brother-in-law of Tan Cherng Thong and Lee Li Yee.

### **8.9 Service agreements**

None of our Directors and key senior management has any existing or proposed service agreement with our Group as at the LPD.

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

**8.10 Management reporting structure**

The management reporting structure of our Group is as follows:-

