

## 11. CONFLICT OF INTEREST

### 11.1 INTEREST IN ENTITIES CARRYING ON A SIMILAR TRADE AS OUR GROUP OR WHICH ARE OUR CUSTOMERS AND/OR SUPPLIERS

As at the LPD, none of our Directors and Substantial Shareholders has any interest, direct or indirect, in other businesses or corporations which:

- (i) carry on a similar trade as that of our Group; or
- (ii) are customers or suppliers of our Group.

In order to mitigate any possible conflict of interest situation, the Directors will declare to the Audit and Risk Management Committee and the Board their interests in other companies at the onset and as and when there are changes in their respective interests in companies outside the Group.

The Audit and Risk Management Committee will first evaluate if such Director's involvement gives rise to an actual or potential conflict of interest with the Group's business after the disclosure provided by such Director. After a determination has been made on whether there is an actual or potential conflict of interest of a Director, the Audit and Risk Management Committee will then:

- (a) immediately inform the Board of the conflict of interest situation;
- (b) make recommendations to the Board to direct the conflicted Director to:
  - (i) withdraw from all his executive involvement in the Group in relation to the matter that has given rise to the conflict of interest (in the case where the conflicted Director is an executive director); and
  - (ii) abstain from all Board deliberation and voting in the matter that has given rise to the conflict of interest.

In relation to (b) above, the conflicted Director and persons connected to him (if applicable) shall be absent from any Board discussion relating to the recommendation of the Nomination Committee and the conflicted Director and persons connected to him (if applicable) shall not vote or in any way attempt to influence the discussion of, or voting on, the matter at issue. The conflicted Director, may however at the request of the Chairperson of the Board, be present at the Board meeting for the purpose of answering any questions.

In circumstances where a Director is determined to have a significant, ongoing and irreconcilable conflict of interest with the Group, and where such conflict of interest significantly impedes the Director's ability to carry out his fiduciary responsibility to the Group, the Audit and Risk Management Committee may determine that a resignation of the conflicted Director from the Board is appropriate and necessary.

### 11.2 DECLARATIONS OF CONFLICT OF INTERESTS BY OUR ADVISERS

#### (i) Declaration by Mercury Securities

Mercury Securities has confirmed that there is no existing or potential conflict of interest in its capacity as our Principal Adviser, Sponsor, Underwriter and Placement Agent in relation to our IPO.

#### (ii) Declaration by Wong Beh & Toh

Wong Beh & Toh has confirmed that there is no existing or potential conflict of interest in its capacity as Due Diligence Solicitors to our Company in relation to our IPO.

**11. CONFLICT OF INTEREST (CONT'D)**

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**(iii) Declaration by Crowe Malaysia PLT**

Crowe Malaysia PLT has confirmed that there is no existing or potential conflict of interest in its capacity as the Auditors and the Reporting Accountants to our Company in relation to our IPO.

**(iv) Declaration by Vital Factor**

Vital Factor has confirmed that there is no existing or potential conflict of interest in its capacity as the Independent Business and Market Research Consultants to our Company in relation to our IPO.

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