KPOWER BERHAD 199701003731 (419227-X) (Incorporated in Malaysia)

MINUTES OF THE TWENTY-FOURTH ANNUAL GENERAL MEETING ("24TH AGM") OF THE COMPANY CONDUCTED ON VIRTUAL BASIS THROUGH LIVE STREAMING FROM THE BROADCAST VENUE AT LEVEL 18, PLAZA VADS, NO.1, JALAN TUN MOHD FUAD, TAMAN TUN DR. ISMAIL, 60000 KUALA LUMPUR ("BROADCAST VENUE") ON TUESDAY, 14 DECEMBER 2021 AT 3.00 P.M.

PRESENT:

At Broadcast Venue:

Encik Mustakim bin Mat Nun (Deputy Chairman and Group Managing Director) Cik Sarah Azreen binti Abdul Samat (Non-Independent Non-Executive Director) Encik Amirul Afif bin Abd Aziz (Group Chief Financial Officer) Ms. Tan Hsiao Yuen (Company Secretary)

Via Videoconferencing:

Dato' Arivalagan A/L Arujunan (Non-Independent Non-Executive Director)
Ms. Kok Pauline (Independent Non-Executive Director)
Mr. Tan Yee Hou (Independent Non-Executive Director)

Via Remote Participation

Shareholders/Proxies/Invitees: As per Attendance List

1. CHAIRMAN

Encik Mustakim bin Mat Nun ("**Chairman**") was elected as Chairman of the meeting and he welcomed all the shareholders and proxies who joined the 24th AGM of the Company remotely from various locations through live streaming to consider the business as set out in the notice of the 24th AGM dated 29 October 2021.

Following the resignation of Dato' Dr. Ir. Ts. Mohd Abdul Karim bin Abdullah ("**Dato' Karim**") as the Chairman and Director of the Company with effect from 10 December 2021, Chairman expressed the Board's utmost appreciation to Dato' Karim for his invaluable service to the Company during his tenure and wished him the very best in his future endeavours.

The Chairman informed that the Company was concerned about the Company's shareholders, stakeholders and employees, and as part of the safety measures against the COVID-19 pandemic, the Board had decided to conduct the 24th AGM through live streaming from the Broadcast Venue.

The Chairman reminded the attendees that attendance at this 24th AGM was restricted to shareholders, proxies and authorised representatives of corporate shareholders who had registered to participate in the meeting remotely. Any recording of the meeting was strictly prohibited unless written consent had been obtained prior to the meeting.

2. QUORUM

Upon confirming a requisite quorum pursuant to the Company's Constitution, the Chairman called the meeting to order at 3.04 p.m.

The Chairman then introduced the other Board members, Management team, the Secretary and the External Auditors of the Company to the meeting.

3. NOTICE

The notice convening the meeting, having been circulated earlier to all the members of the Company within the prescribed period, was taken as read.

4. ANNOUNCEMENT ON ADMINISTRATIVE MATTERS

Before proceeding with the business of the 24th AGM, the Chairman informed that pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of a general meeting must be voted by poll and at least one (1) scrutineer must be appointed to validate the votes cast at the general meeting. In view thereof, the Chairman declared that all resolutions contained in the Notice of the 24th AGM would be voted by poll after all items on the agenda had been dealt with.

The Chairman briefed the shareholders and proxies on the administrative matters, voting procedures and the way to raise questions to the Board during the meeting. He informed that as the 24th AGM was conducted through livestreaming from the Broadcast Venue, the resolutions to be tabled at the 24th AGM would be put to vote remotely using the remote participation and voting ("**RPV**") application. He added that the online remote voting on the resolutions was only accessible after the Question & Answer ("**Q & A**") session.

The Chairman further informed that the Company had appointed One Capital Market Services Sdn. Bhd. ("One Capital") as Poll Administrators and MYSA Corporate Services Sdn. Bhd. as Scrutineer for the poll. The polling process would be conducted after deliberating all items on the agenda.

The Chairman informed that the Ordinary Resolutions 1 to 9 required a simple majority of more than 50% votes from the members or by proxies who were entitled to vote at the meeting.

5. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON ("AFS")

The AFS, having been circulated to all the shareholders of the Company within the statutory period, were tabled to the meeting for discussion.

The Chairman informed that the AFS was meant for discussion only as the Companies Act 2016 did not require a formal approval of the shareholders for the AFS 2021. Therefore, this item was not put forward for voting.

The Chairman declared that the AFS was properly laid and received.

The Chairman informed the shareholders to raise their questions, if any, on the above agenda item by typing them in the Q & A Panel and the Board would address the questions during the Q & A session later.

6. ORDINARY RESOLUTION 1: PAYMENT OF DIRECTORS' FEES OF UP TO RM996,000.00 FOR THE PERIOD FROM THE CONCLUSION OF THE 24TH AGM UNTIL THE NEXT AGM OF THE COMPANY

The Chairman proceeded to the second item on the agenda. He put the following motion to the meeting for consideration:

"THAT the payment of Directors' fees of RM996,000.00 for the period from the conclusion of the Twenty-Fourth Annual General Meeting until the next Annual General Meeting of the Company be approved."

The Chairman informed the shareholders to raise their questions, if any, on the above Ordinary Resolution 1 by typing them in the Q & A Panel and the Board would address the questions during the Q & A session later.

7. ORDINARY RESOLUTION 2: PAYMENT OF DIRECTORS' BENEFITS OF UP TO RM474,332.00 FOR THE PERIOD FROM THE CONCLUSION OF THE 24^{TH} AGM UNTIL THE NEXT AGM

The Chairman proceeded to the next item on the agenda, which was to approve the payment of Directors' benefits of up to RM474,332.00 for the period from the conclusion of the 24th AGM until the next AGM of the Company.

He put the following motion to the meeting for consideration:

"THAT the payment of Directors' benefits of up to RM474,332.00 for the period from conclusion of the Twenty-Fourth Annual General Meeting until the next Annual General Meeting of the Company be approved."

The Chairman informed the shareholders to raise their questions, if any, on the above Ordinary Resolution 2 by typing them in the Q & A Panel and the Board would address the questions during the Q & A session later.

8. ORDINARY RESOLUTION 3: RATIFICATION OF THE PAYMENT OF DIRECTORS' BENEFITS IN RELATION TO GROUP HOSPITALISATION AND SURGICAL CARE TAKAFUL AND GROUP TERM TAKAFUL OF UP TO RM28,374.00 FOR THE FINANCIAL YEAR ENDED 30 JUNE 2021

The Chairman proceeded to Ordinary Resolution 3 and put the following motion to the meeting for consideration:

"THAT ratification of the payment of Directors' benefits in relation to Group Hospitalisation and Surgical Care Takaful and Group Term Takaful of up to RM28,374.00 for the financial year ended 30 June 2021 be approved."

The Chairman informed the shareholders to raise their questions, if any, on the above Ordinary Resolution 3 by typing them in the Q & A Panel and the Board would address the questions during the Q & A session later.

The Chairman informed that the next item on the agenda was to consider his reelection as Director, where he was the interested party in the resolution and therefore, he passed the chair to Cik Sarah Azreen binti Abdul Samat ("**Cik Sarah**") to chair the next resolution.

9. ORDINARY RESOLUTION 4: RE-ELECTION OF ENCIK MUSTAKIM BIN MAT NUN AS DIRECTOR

Cik Sarah proceeded to put the following motion to the meeting for consideration:

"THAT Encik Mustakim bin Mat Nun, retiring pursuant to Clause 76(3) of the Constitution of the Company and being eligible, be re-elected as Director of the Company."

Cik Sarah informed the shareholders to raise their questions, if any, on the above Ordinary Resolution 4 by typing them in the Q & A Panel and the Board would address the questions during the Q & A session later.

Cik Sarah handed the chair back to the Chairman for him to continue with the meeting.

10. ORDINARY RESOLUTION 5: RE-ELECTION OF MR TAN YEE HOU AS DIRECTOR

The Chairman moved on to the next item on the agenda and put the following motion to the meeting for consideration:

"THAT Mr Tan Yee Hou, retiring pursuant to Clause 76(3) of the Constitution of the Company and being eligible, be re-elected as Director of the Company."

The Chairman informed the shareholders to raise their questions, if any, on the above Ordinary Resolution 5 by typing them in the Q & A Panel and the Board would address the questions during the Q & A session later.

11. ORDINARY RESOLUTION 6: RE-APPOINTMENT OF MESSRS AL JAFREE SALIHIN KUZAIMI PLT AS AUDITORS OF THE COMPANY

The Chairman informed that the Company's External Auditors, Messrs Al Jafree Salihin Kuzaimi PLT, had indicated their willingness to continue in office.

The following motion was put to the meeting for a vote by poll to be conducted after deliberating all items on the agenda:

"THAT Messrs Al Jafree Salihin Kuzaimi PLT be hereby re-appointed as Auditors of the Company at the remuneration to be agreed upon with the Directors and to hold office until the conclusion of the next Annual General Meeting."

The Chairman informed the shareholders to raise their questions, if any, on the above Ordinary Resolution 6 by typing them in the Q & A Panel and the Board would address the questions during the Q & A session later.

12. ORDINARY RESOLUTION 7: AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

The full text of the Ordinary Resolution 7 was taken as read and the Chairman put the following motion as set out in the Notice of the 24th AGM to the meeting for consideration:

"THAT subject always to the Companies Act 2016 ("the Act"), the Constitution of the Company, Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements and the approvals of the relevant governmental/regulatory authorities (if any), the Directors be and are hereby authorised pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the Company, from time to time, at such price, upon such terms and conditions and for such purposes and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares issued pursuant to this Resolution does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being AND THAT the Directors be and are hereby also empowered to obtain the approval for the listing of and quotation for the additional shares so issued from Bursa Securities AND

FURTHER THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting ("**AGM**") of the Company."

The Chairman informed the shareholders to raise their questions, if any, on the above Ordinary Resolution 7 by typing them in the Q & A Panel and the Board would address the questions during the Q & A session later.

The Chairman informed the meeting that he was an interested party in the next item on the agenda and therefore, he passed the chair to Mr Tan Yee Hou ("**Mr Tan**").

13. ORDINARY RESOLUTION 8: PROPOSED RENEWAL OF THE EXISTING SHAREHOLDERS' MANDATE AND NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED SHAREHOLDERS' MANDATE")

Mr Tan proceeded to the next item on the agenda and informed that the full text of the resolution of the Proposed Shareholders' Mandate was set out in the Notice of the 24th AGM while the details of the said proposal were set out in the Circular to Shareholders dated 29 October 2021.

The Directors who were interested in the Proposed Shareholders' Mandate together with the person connected to them would abstain from voting on the resolution.

The full text of the Ordinary Resolution 8 was taken as read and Mr Tan put the following motion to the meeting for consideration:

"THAT pursuant to Paragraph 10.09 of Bursa Malaysia Securities Berhad Main Market Listing Requirements, approval be and is hereby given to the Company and its subsidiaries ("Group") to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related parties as set out in Sections 2.2.2 and 2.2.3 of Part A of the Circular to Shareholders dated 29 October 2021 provided that such arrangements and/or transactions are necessary for the Group's day-to-day operations are undertaken in the ordinary course of business at arm's length basis, on normal commercial terms and transaction prices which are not more favourable to the related parties than those generally available to the public and not detrimental to the minority shareholders of the Company (hereinafter referred to as the "Proposed Shareholders' Mandate").

THAT the Proposed Shareholders' Mandate shall continue to be in full force until:-

- (i) the conclusion of the next Annual General Meeting ("AGM") of the Company at which time it will lapse, unless by a resolution passed at the said AGM, such authority is renewed;
- (ii) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("the Act") (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting,

whichever is earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or in the best interest of the Company to give effect to the Proposed Shareholders' Mandate."

Mr Tan informed the shareholders to raise their questions, if any, on the above Ordinary Resolution 8 by typing them in the Q & A Panel and the Board would address the questions during the Q & A session later.

Mr Tan handed the chair back to the Chairman for him to continue with the meeting.

14. ORDINARY RESOLUTION 9: PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY FOR THE PURCHASE UP TO TEN PERCENT (10%) OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY ("PROPOSED RENEWAL OF SHARE BUY-BACK")

The Chairman proceeded to the next item on the agenda. He informed that the full text of the resolution of the Proposed Renewal Share Buy-Back was set out in the Notice of the 24th AGM while the details of the said proposal were set out in the Circular to Shareholders dated 29 October 2021.

He put the following motion to the meeting for consideration:

"THAT subject always to the Companies Act 2016 ("the Act"), the Constitution of the Company, Bursa Malaysia Securities Berhad Main Market Listing Requirements ("Listing Requirements") and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such number of issued shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:-

- (i) the aggregate number of issued shares in the Company ("KPower Shares") purchased ("Purchased KPower Shares") and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at point of purchase; and
- (ii) the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase,

("Proposed Renewal of Share Buy-Back Authority").

AND THAT the authority to facilitate the Proposed Renewal of Share Buy-Back will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following at which time the authority shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
- (b) the expiration of the period within which the next AGM of the Company is required by law to beheld; or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own KPower Shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

AND THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased KPower Shares until all the Purchased KPower Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:

- (i) To cancel any or all of the Purchased KPower Shares;
- (ii) To retain any or all of the Purchased KPower Shares as treasury shares as defined in Section 127 of the Act:

And THAT the Directors of the Company be and are hereby authorised, at their discretion, where such Purchased KPower Shares are held as treasury shares as may be permitted by the Act:

- (i) To distribute any or all of the Purchased KPower Shares as dividends to the shareholders of the Company;
- (ii) To resell any or all of the Purchased KPower Shares;
- (iii) To transfer any or all of the Purchased KPower Shares for the purposes of or under an employees' share scheme which may be established by the Company and/or its subsidiaries in the future;
- (iv) To transfer any or all of the Purchased KPower Shares as purchase consideration for any acquisition that KPower might undertake in the future:
- (v) To cancel any or all of the Purchased KPower Shares;
- (vi) To sell, transfer or otherwise use any or all of the Purchased KPower Shares for such other purposes as the Minister may by order prescribe; and/or
- (vii) To deal with the Purchased KPower Shares in any other manner as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

AND THAT the Directors of the Company be and are authorised to take all such steps as are necessary or expedient [including without limitation, the opening and maintaining of central depository account(s) under Securities Industry (Central Depositories) Act, 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties] to implement, finalise and give full effect to the Proposed Renewal of Share Buy-Back Authority with full powers to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant authorities."

The Chairman informed the shareholders to raise their questions, if any, on the above Ordinary Resolution 9 by typing them in the Q & A Panel and the Board would address the questions during the Q & A session later.

15. ANY OTHER BUSINESS

The Chairman informed that the Company had not received any notice to deal with any other business for which due notice was required to be given pursuant to the Companies Act 2016, and that since all items on the agenda had been dealt with, the meeting would proceed to the Q & A session.

16. QUESTION-AND-ANSWER SESSION

The Chairman addressed the questions submitted prior and during the 24th AGM by the shareholders. He closed the Q&A session at 3.27 p.m.

The summary of questions from the members/proxies received (Summary of Questions and Answers) and the replies from the Board are attached hereto as "**Appendix A**" and shall form part of these minutes.

17. CONDUCT OF POLL

The Chairman invited the representative from One Capital to explain to the shareholders the voting procedures and steps for remote voting. The representative from One Capital briefed the shareholders accordingly.

[The voting instructions were also displayed on the video conference screen for the shareholders' information.]

Having dealt with all the items on the agenda, the meeting proceeded to vote on Resolutions 1 to 9 by poll at 3.30 p.m. The Chairman declared the voting session closed and adjourned the meeting at 3:35 p.m. for the counting of votes.

18. ANNOUNCEMENT OF POLL RESULTS

Upon notification by the Scrutineer on the completion of verification of votes, the Chairman called the meeting to order at 3.48 p.m. and announced the poll results as follows:

RESOLUTION	FOR NO. OF			AGAINST NO. OF			TOTAL NO. OF		
	ORDINARY RESOLUTION 1 Payment of Directors' fees for the period from the conclusion of the 24th AGM until the next Annual General Meeting of the Company.	65	98,004,223	99.951299	18	47,752	0.048701	83	98,051,975
ORDINARY RESOLUTION 2 Payment of Directors' benefits for the period from the conclusion of the 24th AGM until the next Annual General Meeting of the Company.	59	97,999,168	99.946147	22	52,804	0.053853	81	98,051,972	100
ORDINARY RESOLUTION 3 Ratification of payment of Directors' benefits in relation to Group Hospitalisation and Surgical Care Takaful and Group Term Takaful for the Hanadial year ended 30 June 2021.	66	98,001,328	99.951408	14	47,644	0.048592	80	98,048,972	100
ORDINARY RESOLUTION 4 Re-election of Encik Mustakim bin Mat Nun as Director.	87	181,513,585	99.99634	8	6,644	0.00366	95	181,520,229	100
ORDINARY RESOLUTION 5 Re-election of Mr Tan Yee Hou as Director.	85	181,532,173	99.997435	9	4,656	0.002565	94	181,536,829	100
ORDINARY RESOLUTION 6 Re-appointment of Messrs Al Jafree Salihin Kuzaimi PLT as Auditors of the Company and to authorise the Directors to fix their retruencation.	85	181,532,173	99.997435	9	4,656	0.002565	94	181,536,829	100
ORDINARY RESOLUTION 7 Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016,	79	181,513,121	99.98694	15	23,708	0.01306	94	181,536,829	100
ORDINARY RESOLUTION 8 Proposed renewal of existing shareholders' mandate and new shareholders' mandate for recurrent related party transactions of a revenue or trading nature.	72	100,916,897	99.987465	11	12,652	0.012535	83	100,929,549	100
ORDINARY RESOLUTION 9 Proposed renewal of share buy-back authority for the purchase up to ten percent (10%) of the total number of issued shares of the Company.	87	181,541,585	99.997442	8	4,644	0.002558	95	181,546,229	100

Based on the above poll results, the Chairman declared all the Resolutions tabled at the Company's 24th AGM carried.

19. CLOSURE

The Chairman thanked all attendees and closed the meeting at 3.50 p.m.

CONFIRMED AS A CORRECT RECORD BY

- SIGNED -

CHAIRMAN

Dated: 21 January 2022

KPOWER BERHAD 199701003731 (419227-X)

(Incorporated in Malaysia)

QUESTION-AND-ANSWER SESSION AND SUMMARY OF KEY MATTERS DISCUSSED AT THE TWENTY-FOURTH ANNUAL GENERAL MEETING (" 24^{TH} AGM") OF THE COMPANY HELD ON TUESDAY, 14 DECEMBER 2021 AT 3.00 P.M.

	Question	The Company's response
1.	What is KPower Berhad (" KPower " or " the Company ")'s future outlook?	Management would like to assure stakeholders, shareholders and investors of the Company that the Company's future is bright because of the industries that we are in, such as renewable energy, logistics and healthcare, are the industries that have stable growth in the future. More players are entering the renewable energy industry. However, KPower has the advantage because we entered the market early. KPower will continue to excel and improve its performance in the industry. The Company has a promising future, and we will concentrate on all the industries that we are in now.
2.	What is the impact of the Movement Control Order ("MCO") on the Company?	The MCO has not only affected KPower but the industry. The industries that KPower Group is involved in and that have been affected are engineering, procuring, commissioning and construction (EPCC), healthcare trading and logistics. KPower Group was impacted significantly by the MCO during the June 2021. There was also continuous lockdown in several countries that KPower has business in, such as Laos, Indonesia and Nepal, and this has impacted and slowed down the progress of the work in these countries. As a result, KPower recorded a lower revenue by approximately 30-40% and lower profit after tax margin during the MCO. However, the situation improved significantly after the MCO was lifted and we have resumed full operations on all our projects.
3.	In view of the low share price of the Company, does Management or the Company intend to buy back its own shares?	Management is closely analysing and monitoring the Company's situation daily. If required, the Company will exercise its share buyback mandate to buy back its shares.

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	Question	The Company's response
4.	Can the Board of Directors kindly consider giving shareholders Touch n Go e-wallet value as a token of appreciation for attending today's Remote Participation Voting Annual General Meeting?	Management appreciates shareholders' time and contribution in attending the 24th AGM and might consider giving a token of appreciation for their support in future general meetings.
5.	What will Encik Mustakim bin Mat Nun do to restore investors' confidence as the interim Chairman of the Company?	Management, including Encik Mustakim bin Mat Nun, is looking at the situation from two viewpoints, i.e., the market viewpoint and the business viewpoint, in order to restore investors' confidence level. For the business viewpoint, Management will ensure that the Company is able to carry out all the projects awarded to KPower. Management will also strive to secure more projects. Investors' confidence will improve when we record good results.
		The Chairman highlighted that Management is confident about the business of renewable energy as well as the utilities and infrastructure. There are several opportunities in the market for business not only in Malaysia but also in Southeast Asia. Management has increased the confidence level during the past two (2) years after taking over from the previous management and is optimistic about securing more awards and executing them competently. Once KPower is able to deliver good results, the market's perception and the confidence level of the investors will improve accordingly.
6.	Is any of KPower's business affected by Serba Dinamik Group of Companies?	No, because KPower Berhad and Serba Dinamik Holdings Berhad ("Serba Dinamik") are two separate entities which operate in different industries and have different approaches to doing business. Furthermore, both companies have different managements. Therefore, what is happening in Serba Dinamik has no impact whatsoever on any of KPower's business.