

TRANSACTIONS (CHAPTER 10 OF LISTING REQUIREMENTS): RECURRENT RELATED PARTY TRANSACTIONS ENTERED INTO BY TAN CHONG MOTOR HOLDINGS BERHAD ("TCMH" OR "COMPANY") GROUP

1. INTRODUCTION

Pursuant to Paragraph 10.09(1)(a) of the Main Market Listing Requirements of Bursa Securities Malaysia Berhad ("Listing Requirements"), the Board of Directors of the Company wishes to announce that the Company and/or its subsidiaries ("TCMH Group") have entered into recurrent related party transactions of a revenue or trading nature in ordinary course of business ("RRPTs") with Warisan TC Holdings Berhad ("WTCH") and/or its subsidiaries ("WTCH Group"), APM Automotive Holdings Berhad ("APM") and/or its subsidiaries ("APM Group"), and Directors and major shareholders of TCMH Group and persons connected with them (collectively, "Related Parties") during the period from 31 May 2025 to 2 October 2025, the aggregate percentage ratio of which is 1% or more, as set out in the following section herein.

2. DETAILS OF THE RRPTs

The total aggregate value of RRPTs entered into between TCMH Group and the Related Parties of the Company for the period from 31 May 2025 to 2 October 2025 is RM26,277,621.06, details of which are as follows:

(a) RRPTs between TCMH Group and WTCH Group

Nature of Transaction	Transacting Company within TCMH Group	Transacting company of WTCH Group	Interested Related Party	Value of RRPT for the period from 31 May 2025 to 2 October 2025 (RM'000)
<u>Income</u>			<u>Interested Director</u>	
Sale of motor vehicles, parts, components, provides vehicles after-sales services, pre-delivery inspection	Edaran Tan Chong Motor (Tengah) Sdn Bhd Edaran Tan Chong Motor (Utara) Sdn Bhd Edaran Tan Chong Motor Sdn Bhd	Angka-Tan Motor Sdn Bhd Gocar Mobility Sdn Bhd Jentrakel Sdn Bhd MAT Transportation Solution (Myanmar) Company Limited	Dato' Tan Heng Chew ⁽¹⁾ <u>Interested</u>	11,233

Nature of Transaction	Transacting Company within TCMH Group	Transacting company of WTCH Group	Interested Related Party	Value of RRPT for the period from 31 May 2025 to 2 October 2025 (RM'000)
services and leasing of motor vehicles	E-Garage Auto Services and Spare Parts (Myanmar) Company Limited E-Garage Auto Services Sdn Bhd Extreme Market Place Sdn Bhd Tan Chong Ekspres Auto Servis Sdn Bhd Tan Chong Industrial Equipment (Sabah) Sdn Bhd Tan Chong Industrial Equipment Sdn Bhd Tan Chong Trading (Malaysia) Sdn Berhad TC Auto Tooling Sdn Bhd TC Euro Cars Sdn Bhd TC Module Integrator Sdn Bhd TC Trucks After Sales Sdn Bhd TC Trucks Group Sdn Bhd TCM Stamping Products Sdn Bhd Truckquip Sdn Bhd VDC Sdn Bhd	Mayflower Car Rental Sdn Bhd Mayflower Corporate Travel Services Sdn Bhd MUV Marketplace Sdn Bhd TCIM Sdn Bhd Warisan TC Holdings Berhad Warisan TC Management Services Sdn Bhd WTC Automotif (M) Sdn Bhd	Major Shareholders Tan Chong Consolidated Sdn. Bhd. ⁽²⁾ ("TCC") Dato' Tan Heng Chew ⁽¹⁾ Tan Eng Soon ⁽³⁾	
Insurance agency services (agency fee only)	Tan Chong Premier Sdn Bhd TC Insurservices Sdn Bhd TCCL Sdn Bhd	Angka-Tan Motor Sdn Bhd Gocar Mobility Sdn Bhd Mayflower Car Rental Sdn Bhd MUV Marketplace Sdn Bhd Warisan TC Automotive Manufacturers (M) Sdn Bhd WTC Automotif (M) Sdn Bhd		51

Nature of Transaction	Transacting Company within TCMH Group	Transacting company of WTCH Group	Interested Related Party	Value of RRPT for the period from 31 May 2025 to 2 October 2025 (RM'000)
Administrative, corporate and other services (including education services, employment agency services, information technology services and marketing services)	Edaran Tan Chong Motor Sdn Bhd GOEV Sdn Bhd Tan Chong Education Services Sdn Bhd TC Euro Cars Sdn Bhd TC iTech Sdn Bhd TC Management Services Corporation Sdn Bhd TC Security Services Sdn Bhd TMC Services Sdn Bhd Truckquip Sdn Bhd	Gocar Mobility Sdn Bhd Mayflower Holidays Sdn Bhd MUV Marketplace Sdn Bhd MUV Solutions Sdn Bhd TCIM Sdn Bhd Warisan TC Management Services Sdn Bhd WTC Automotif (M) Sdn Bhd		1,086
Contract assembly service (commercial and passenger vehicles)	Tan Chong Motor Assemblies Sdn Bhd	Angka-Tan Motor Sdn Bhd Kereta Komersil Seladang (M) Sdn Bhd WTC Automotif (M) Sdn Bhd		2,583
Rental income <i>Refer to footnote (4) below</i>	Edaran Tan Chong Motor (Sabah) Sdn Bhd Edaran Tan Chong Motor (Sarawak) Sdn Bhd Tan Chong & Sons Motor Company Sdn Bhd Tan Chong Industrial Equipment (Sabah) Sdn Bhd Tanahku Holdings Sdn Bhd TC Hartanah Sdn Bhd TC Metropolitan Sdn Bhd	Angka-Tan Motor Sdn Bhd Discovery Tours (Sabah) Sdn Bhd Mayflower Car Rental Sdn Bhd Mayflower Holidays Sdn Bhd TCIM Sdn Bhd Tung Pao Sdn Bhd Warisan Captive Incorporated Warisan TC Management Services Sdn Bhd		353

Nature of Transaction	Transacting Company within TCMH Group	Transacting company of WTCH Group	Interested Related Party	Value of RRPT for the period from 31 May 2025 to 2 October 2025 (RM'000)
	TC Trucks Group Sdn Bhd TC Utama Sdn Bhd	WTC Automotif (M) Sdn Bhd		
<u>Expenses</u>				
Travel agency, car rental services and leasing services	Tan Chong & Sons Motor Company Sdn Bhd Tan Chong Industrial Equipment Sdn Bhd Tan Chong Motor (Cambodia) Pty Ltd Tan Chong Motor Holdings Berhad Tan Chong Technology Development (Taiwan) Co Ltd TC Euro Cars Sdn Bhd TC Trucks After Sales Sdn Bhd TC Trucks Sales Sdn Bhd TCCL Sdn Bhd	M A T Tours and Travel (Cambodia) Pte Ltd Mayan Flower Travel and Virtual Tours (Taiwan) Co., Ltd Mayflower Corporate Travel Services Sdn Bhd Mayflower Holidays Sdn Bhd		86
Purchase of forklifts, machinery, generators, spare parts and received after-sales services	Extreme Market Place Sdn Bhd Tan Chong & Sons Motor Company Sdn Bhd Tan Chong Industrial Equipment Sdn Bhd Tan Chong Motor Assemblies Sdn Bhd TC Trucks After Sales Sdn Bhd TCM Stamping Products Sdn Bhd Truckquip Sdn Bhd	Angka-Tan Motor Sdn Bhd TCIM Sdn Bhd WTC Automotif (M) Sdn Bhd		448

Nature of Transaction	Transacting Company within TCMH Group	Transacting company of WTCH Group	Interested Related Party	Value of RRPT for the period from 31 May 2025 to 2 October 2025 (RM'000)
Purchase of trucks and motor vehicles	TC Trucks Sales Sdn Bhd Waritan Automobile Sdn Bhd	Angka-Tan Motor Sdn Bhd WTC Automotif (M) Sdn Bhd		5,130
Purchase of used vehicles	TC Euro Cars Sdn Bhd	MUV Marketplace Sdn Bhd		136
Receives auction arrangement services, sales and marketing services	Tan Chong Motor Assemblies Sdn Bhd TC Euro Cars Sdn Bhd TC Module Integrator Sdn Bhd TC Trucks Sales Sdn Bhd TCM Stamping Products Sdn Bhd Truckquip Sdn Bhd	Angka-Tan Motor Sdn Bhd Comit Communication Technologies (M) Sdn Bhd Jentrakel Sdn Bhd MUV Marketplace Sdn Bhd TCIM Sdn Bhd		277
Usage of online car sharing platform	Chauffeur Safe Travel Sdn Bhd TC Euro Cars Sdn Bhd TCCL Sdn Bhd	Gocar Mobility Sdn Bhd		280
Rental expenses <i>Refer to footnote (5) below</i>	TC Euro Cars Sdn Bhd TC Module Integrator Sdn Bhd Truckquip Sdn Bhd	Comit Communication Technologies (M) Sdn Bhd MUV Marketplace Sdn Bhd TCIM Sdn Bhd		260
Total				21,923

Notes:

- (1) *Dato' Tan Heng Chew is a Director of TCMH and certain subsidiaries of TCMH, WTCH and TCC. He is also a major shareholder of TCMH and WTCH. He is deemed interested by virtue of his interests in TCC and Wealthmark Holdings Sdn. Bhd. ("WH") pursuant to Section 8(4) of the Companies Act 2016 ("Act") and interests of spouse and children by virtue of Section 59(11)(c) of the Act. He is the brother of Mr. Tan Eng Soon.*
- (2) *TCC is a major shareholder of TCMH and WTCH.*

(3) Mr. Tan Eng Soon is a major shareholder of TCMH and WTCH. He is deemed interested by virtue of his interest in TCC pursuant to Section 8(4) of the Act. He is the brother of Dato' Tan Heng Chew.

(4) TCMH Group lets office and car park premises at the following locations to WTCH Group:

- (a) Lot 1197, Mukim 11, Jalan Permatang Batu, 14000 Bukit Mertajam, Penang.
- (b) No. 53 & 55, Jalan Dendang 1, Jalan Batu 3, Pusat Bandar Berkeley, 41300 Klang, Selangor;
- (c) No. 13 (Ground Floor) & 14 (First Floor), Taman Nasalim, Phase 7A, Northern Ring Road, 90000 Sandakan, Sabah;
- (d) No. 78 & 80, Nadi 15, Jalan Perak 15, Precint 15, 62050 Putrajaya;
- (e) SU 3140, Jalan TG Kubong, 87000 Wilayah Persekutuan, Labuan;
- (f) Lot 362, Block 5, Miri Concession Land District, Krokop Utama Road, 98000 Miri, Sarawak;
- (g) No. 58 & 60, 70 & 72, Jalan Sultan Azlan Shah, 51200 Kuala Lumpur;
- (h) No. 2, Jalan Johor Jaya, Taman Perindustrian Plentong, 81750 Johor Bahru;
- (i) No. 15-2 (2nd Floor) & No. 15-3 (3rd Floor), Jalan Ipoh Kecil, 50350 Kuala Lumpur;
- (j) No. 196, Block G, Jalan Sultan Azlan Shah, Sungai Tiram, 11900 Bayan Lepas, Penang;
- (k) No. 27, Jalan Tun Abdul Razak Susur 2, 80100 Johor Bahru;
- (l) No. 142-1, Jalan SBC3, Taman Sri Batu Caves, 68100, Batu Caves, Selangor;
- (m) No. 249, Jalan Segambut, 51200 Kuala Lumpur;
- (n) No. 23 Pengkalan Weld, 10300 Pulau Pinang; and
- (o) Mile 5 1/4, Jalan Tuaran, 88300 Kota Kinabalu, Sabah.

(5) TCMH Group rents premises at the following locations from WTCH Group:

- (a) Lot 1 & Lot 3, Jalan 6/3, Kawasan Perusahaan Seri Kembangan, 43300 Seri Kembangan, Selangor;
- (b) Lot 1A, Jalan Kemajuan, Seksyen 13, 46200 Petaling Jaya; and
- (c) No. 1, Jalan Sesiku 15/2, Section 15, Shah Alam, 40200 Shah Alam.

(b) RRPTs between TCMH Group and APM Group

Nature of Transaction	Transacting Company within TCMH Group	Transacting company of APM Group	Interested Related Party	Value of RRPT for the period from 31 May 2025 to 2 October 2025 (RM'000)
<u>Income</u>			<u>Interested Directors</u>	
Sale of motor vehicles, parts, components, provides after-sales services and leasing of motor vehicles	Tan Chong Ekspres Auto Servis Sdn Bhd Tan Chong Trading (Malaysia) Sdn Berhad TC Auto Tooling Sdn Bhd TC Euro Cars Sdn Bhd	Able Motor Sdn. Bhd. APM Automotive Holdings Berhad APM Automotive Modules Sdn. Bhd. APM Corporate Services Sdn. Bhd. APM Engineering & Research Sdn. Bhd.	Dato' Tan Heng Chew ^(a) Dato' Tan Eng Hwa ^(b)	275

Nature of Transaction	Transacting Company within TCMH Group	Transacting company of APM Group	Interested Related Party	Value of RRPT for the period from 31 May 2025 to 2 October 2025 (RM'000)
		Auto Parts Holdings Sdn. Bhd. Auto Parts Manufacturers Co. Sdn. Bhd.	Nicholas Tan Chye Seng ^(c) <u>Interested Major Shareholders</u> TCC ^(d)	
Contract assembly services	Tan Chong Motor Assemblies Sdn Bhd	APM Automotive Modules Sdn. Bhd.		94
Insurance agency services (agency fee only)	TCCL Sdn Bhd	APM Climate Control Sdn. Bhd.	Dato' Tan Heng Chew ^(a) Tan Eng Soon ^(e)	0.2
Administrative, corporate and other services (including training, information technology services and other supports)	TC Management Services Corporation Sdn Bhd TC Security Services Sdn Bhd	APM Aluminium Castings Sdn. Bhd. APM Corporate Services Sdn. Bhd.		250
Rental income <i>Refer to footnote (f) below</i>	Tan Chong Motor Assemblies Sdn Bhd TC Motors (Sarawak) Sdn Bhd Tan Chong Industrial Equipment (Sabah) Sdn Bhd	APM Auto Parts Marketing (Malaysia) Sdn. Bhd. APM Automotive Modules Sdn. Bhd.		207
<u>Expenses</u>				
Purchase of automotive components for the assembly of new cars and also as replacement parts for distribution to dealers and motor repair workshops	Tan Chong & Sons Motor Company Sdn Bhd Tan Chong Motor Assemblies Sdn Bhd TC Module Integrator Sdn Bhd TC Motors (Sarawak) Sdn Bhd Truckquip Sdn Bhd	APM Auto Electrics Sdn. Bhd. APM Auto Parts Marketing (Malaysia) Sdn. Bhd. APM Auto Parts Marketing Sdn. Bhd. APM Climate Control Sdn. Bhd. APM Coil Springs Sdn. Bhd. APM Seatings Sdn. Bhd.		2,464

Nature of Transaction	Transacting Company within TCMH Group	Transacting company of APM Group	Interested Party	Related Party	Value of RRPT for the period from 31 May 2025 to 2 October 2025 (RM'000)
		APM Shock Absorbers Sdn. Bhd. Auto Parts Manufacturers Co. Sdn. Bhd.			
Rental expense <i>Refer to footnote (g) below</i>	TC Euro Cars Sdn Bhd Truckquip Sdn Bhd	Auto Parts Manufacturers Co. Sdn. Bhd. KAB Otomotif Sdn. Bhd. Perusahaan Tilam Kereta Sdn. Bhd.			715
Purchases Internet of Things device and uses the vehicle tracking services provided by APM Group	TC Euro Cars Sdn Bhd	Omnimatics Sdn. Bhd.			47
Total					4,052.2

Notes:

- (a) *Dato' Tan Heng Chew is a Director of TCMH and certain subsidiaries of TCMH, APM and TCC. He is also a major shareholder of TCMH and APM. He is deemed interested by virtue of the interests in TCC and WH pursuant to Section 8(4) of the Act and interests of spouse and children by virtue of Section 59(11)(c) of the Act. He is the brother of Dato' Tan Eng Hwa and Mr. Tan Eng Soon. He is the father of Mr. Nicholas Tan Chye Seng.*
- (b) *Dato' Tan Eng Hwa is a Director of certain subsidiaries of TCMH, APM Group and TCC. He is a shareholder of TCMH, APM and TCC. He is the brother of Dato' Tan Heng Chew and Mr. Tan Eng Soon.*
- (c) *Mr. Nicholas Tan Chye Seng is a Director of certain subsidiaries of TCMH, APM and certain subsidiaries of APM. He is the son of Dato' Tan Heng Chew.*
- (d) *TCC is a major shareholder of TCMH and APM.*
- (e) *Mr. Tan Eng Soon is a major shareholder of TCMH and APM. He is deemed interested by virtue of his interest in TCC pursuant to Section 8(4) of the Act.*
- (f) *TCMH Group lets office and car park premises at the following locations to APM Group:*
 - i. 249, Jalan Segambut, 51200 Kuala Lumpur;*
 - ii. Mile 5 1/4, Jalan Tuaran, 88300 Kota Kinabalu, Sabah; and*
 - iii. Lot 1140, Section 66, Jalan Keruing, Pending Industrial Estate, 93450 Kuching, Sarawak.*
- (g) *TCMH Group rents from APM Group the vacant land, office and factory premises at Lot 1 and Lot 3, Jalan 6/3, Kawasan Perusahaan Seri Kembangan, 43300 Seri Kembangan, Selangor.*

(c) RRPTs between TCMH Group and Directors and Major Shareholders of TCMH Group and persons connected with them

Nature of Transaction	Transacting Company within TCMH Group	Transacting Directors and Major Shareholders of TCMH Group and Persons Connected to them (“Transacting Parties”)	Interested Related Party	Value of RRPT for the period from 31 May 2025 to 2 October 2025 (RM’000)
<u>Income</u>			<u>Interested Directors</u>	
Administrative and corporate management services	TC Trust Labuan Limited	TC Services Labuan (L) Pte Ltd	Dato' Tan Heng Chew ^(A)	15
Insurance agency services	TCCL Sdn Bhd	Dato' Tan Heng Chew	Dato' Tan Eng Hwa ^(B)	2
Sale of motor vehicles, parts, components, provides vehicles after-sales services, pre-delivery inspection services and leasing of motor vehicles	Tan Chong Industrial Equipment (Sabah) Sdn Bhd	Berkat Bersaudara Sdn Bhd Cocoa Suchi Sdn Bhd	<u>Interested Major Shareholders</u> Dato' Tan Heng Chew ^(A)	24
<u>Expenses</u>				
Rental expense <i>Refer to footnote (C) below</i>	Edaran Tan Chong Motor Sdn Bhd Tan Chong Industrial Equipment Sdn Bhd TC Euro Cars Sdn Bhd TC Management Services Corporation Sdn Bhd TC Residence Sdn Bhd	Cuzco Sdn Bhd Dadimur Sdn Bhd Dato' Tan Heng Chew Dato' Tan Eng Hwa Tanjaya Sdn Bhd		261
Total				302

Notes:

- (A) *Dato' Tan Heng Chew is a Director of TCMH and certain subsidiaries of TCMH. He is also a major shareholder of TCMH. He is deemed interested by virtue of the interests in TCC and WH pursuant to Section 8(4) of the Act and interests of spouse and children by virtue of Section 59(11)(c) of the Act. He is a Director and/or shareholder of certain Transacting Parties, and/or the person connected to them. He is the brother of Dato' Tan Eng Hwa and Mr. Tan Eng Soon.*
- (B) *Dato' Tan Eng Hwa is a Director of certain subsidiaries of TCMH. He is a shareholder of TCMH. He is a Director and/or shareholder of certain Transacting Parties, and/or the person connected to them. He is the brother of Dato' Tan Heng Chew and Mr. Tan Eng Soon.*
- (C) *TCMH Group rents the following locations:*
 - (1) *No. 19, Ground Floor, Jalan Ipoh Kecil, 50350 Kuala Lumpur;*
 - (2) *Lot 58190 to Lot 58201, Jalan Industri Batu Caves ½, Taman Perindustrian Batu Caves, 68100 Batu Caves, Selangor;*
 - (3) *CL 075395434, Batu 14 ½, Jalan Labuk, 90000 Sandakan, Sabah;*
 - (4) *No. 14A & 75, Lorong Raja Laut Kecil, 50350 Kuala Lumpur;*
 - (5) *No. 21-LGF-01, Indah Damansara Condominium, No. 21, Jalan Damansara Endah, 50490 Damansara Height, Kuala Lumpur;*
 - (6) *No. 37, Block E, Level 2, Fraser Pine Resort, Jalan Pecah Batu, 49000 Fraser's Hill, Pahang Darul Makmur; and*
 - (7) *No. 7, Jalan Industri Batu Caves 1/1, 68100 Batu Caves, Selangor.*

3. RATIONALE

All transactions with Related Parties are entered into for the long-term benefit of TCMH Group. The Related Parties represent an existing market for the products and services of TCMH Group with reliable payment terms. RRPTs contribute to higher sales and trading volume for TCMH Group.

The Related Parties also supply a good source of certain components to TCMH Group, which will facilitate achieving higher production efficiency and better bargaining power when negotiating with other vendors. This is consistent with the objectives of TCMH Group for brand building and maintaining a competitive edge.

Further, all RRPTs are undertaken at arm's length, on normal commercial terms of TCMH Group and transacted on the terms not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders.

4. FINANCIAL EFFECTS OF THE RRPTs

4.1 SHARE CAPITAL AND SHAREHOLDING OF SUBSTANTIAL SHAREHOLDERS

The RRPTs herein will not have any effect on the issued share capital and the shareholding of substantial shareholders of the Company.

4.2 EARNINGS, NET ASSETS AND GEARING

The RRPTs herein will not have any material effect on the earnings per share, net assets and gearing of TCMH Group for the financial year ending 31 December 2025.

5. INTERESTS OF DIRECTORS AND MAJOR SHAREHOLDERS

Save as disclosed in Section 2 above, none of the other Directors and/or Major Shareholders of the Company and/or persons connected with them has any interest, direct or indirect, in the RRPTs herein.

Accordingly, the interested Director has abstained and will continue to abstain from all deliberations and voting in respect of the RRPTs herein at the relevant Board meetings.

6. STATEMENT BY THE AUDIT COMMITTEE

The Audit Committee, having taken into consideration of all aspects of the RRPTs herein based on the review procedures for the RRPTs implemented by TCMH Group, is of the opinion that these RRPTs are fair and reasonable, transacted on normal commercial terms, in the best interest of the Company, and on terms not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders.

7. STATEMENT BY THE BOARD OF DIRECTORS

The Board of Directors of the Company (except the interested Director as disclosed under Section 2 above), having taken into consideration of the rationale and all aspects of the RRPTs herein, is of the view that these RRPTs are undertaken in the best interest of the Company.

8. APPROVAL REQUIRED

The RRPTs stated herein are not subject to approval of shareholders of TCMH as the applicable percentage ratio of the value transacted is less than 5%.

This announcement is dated 3 October 2025.