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www.kedios.com



**KEDIOS
BERHAD**

MAKING EDUCATION
ACCESSIBLE FOR ALL

ANNUAL REPORT 2018

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Ooh Ewe Hock *Chairman*
Chua It Chit
Lim Yu Chin
Ooh @ Woo Chin Teck
Tan Kim Lian
Ooh Eai Lee

COMPANY SECRETARY

Agnes Wong Ling Lee (MIA 14927)
SYARIKAT ONG SDN BHD
Unit 20-05, Level 20,
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AUDITOR

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Suite 11.05, Level 11,
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59200 Kuala Lumpur,
Wilayah Persekutuan Kuala Lumpur.

Tel: 03- 2279 3088

REGISTERED OFFICE

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Q Sentral, 2A, Jalan Stesen Sentral 2,
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50470 Kuala Lumpur, Malaysia.

Tel: 03-2722 6888

PRINCIPAL BUSINESS ADDRESS

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LEGAL ADVISORY

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GAN & ZUL ADVOCATES & SOLICITORS (KL)
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Tel: 03- 2242 3836

Ong Chee Keong
SYARIKAT NG & ANUAR ADVOCATES &
SOLICITORS
Wisma Prudential, 41-4-1,
Jalan Cantonment, 10250, Georgetown
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Tel: 04- 228 7788



MAKING EDUCATION ACCESSIBLE FOR ALL

KEDIOS Group's Mission

At KEDIOS, our mission is to provide every individual child, an equal access to education, to help realise their individual potential and achieve success in life. Our business idea supports this mission by offering holistic business advisory and expertise to help breed, grow, empower life and sustainability for Education brands. By creating more sustainable brands, it brings us closer to our mission to ensure equitable quality education for all.

KEDIOS, which is based on founder's name- Kedios, was created in Aug 2018, signifying a whole new lease of life for Education.

TODAY, WE HAVE CONNECTED WITH more than 200 like-minded Education brands to share with them our ambition of creating an IPO (Initial Public Offering) for Education through the collective power of brands.

Through an IPO, each Education brand benefits from the increase in market value and enhanced publicity, it is also an effective succession planning solution to ensure business sustainability and brand continuity.

INTRODUCTION

Our business idea is to **Breed, Grow and Empower New Life for Education** with holistic business advisory, providing them with strong arms and legs, sound values and a clearly focused strategy to sustain for the future.



The “Tree of Success” commemorates our commitment to build a 100 years company.

OUR 100 YEARS COMMITMENT

*Since day one,
KEDIOS is committed to build a company that will flourish for 100 years and beyond.*

We strongly believe a company envisioning 100 years and beyond will develop a root system strong enough to support its growth; as time passes, we will build a culture of resilience, strong enough to not just survive, yet thrive through crises by constantly reinventing ourselves in order to stay fresh and stay in the game.

Only the greatest companies are capable to build a legacy which will continue to flourish & prosper for more than a century.

Everyone in KEDIOS is obsessive about our commitment to build a trusted 100-years brand.

ONE YEAR IN REVIEW

The entire 2018 was about fine tuning our strategy on what works and what's not. We have taken good steps to formulate our global expansion strategy, a lot of hard work and important decisions have been made to pave way for the merger integration within the Education industry.

Dive in and explore a selection of work from the past year.

A MESSAGE FROM CHAIRMAN

Dear Shareholders,

Refining Strategy to Win

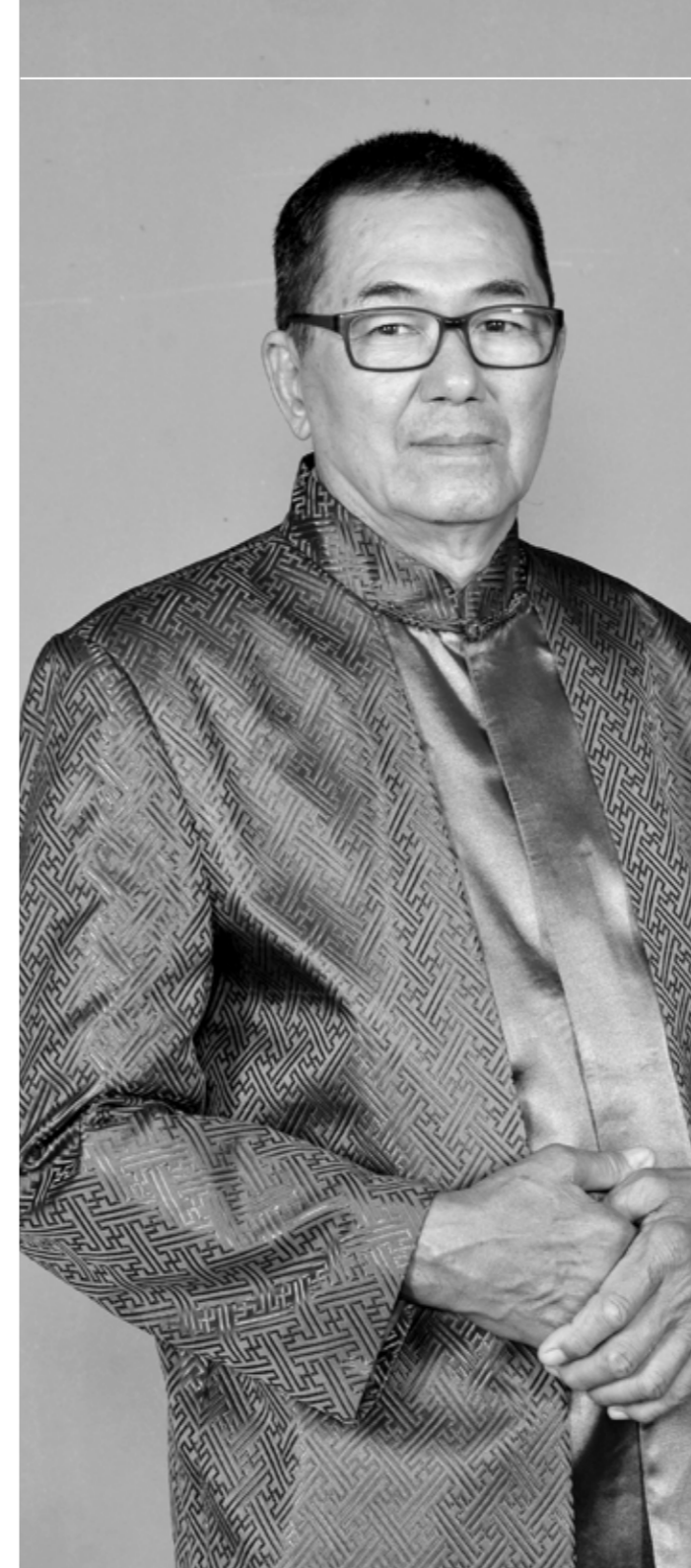
Reflecting on our 2018, it was a year well spent on strategizing KEDIOS Group business moves locally and internationally, sharpening KEDIOS Group business focuses to accelerate traction and growth.

As the Board and the Management Team keep refining our strategy along the way, KEDIOS Group has developed a clearer roadmap to win over challenges and grow beyond Malaysia.

The developed scepticism towards our business idea of creating an Education IPO has always been one of the unfavourable challenges to us, slowing our development pace. Looking from a different perspective, we see tremendous upside in challenges. We go on connecting more and more Education operators through conference and open dialogues to effectively address their doubts and provide accurate understanding of how the business idea works.

Moving away the scepticism and misconception, we built trust and confidence among Education operators. One of the biggest successes being the recent mergers, bringing on board **MINDDIOS** (formerly Genius Mind Academy), **EDUWIS** and **D'MONTE** to KEDIOS Group, they are all the leading education groups in Malaysia, with over 20-30 years of experience, specialising in midbrain activation and early childhood education.

Growing slowly but steadily, KEDIOS Group is making progressive steps towards overseas expansion. We have officially set foot in Hong Kong, Singapore, Indonesia and China.



Our Prospect For 2019

The entire 2018 was about fine tuning our strategy on what works and what's not. Laying down a good strategy in the past 12 months have us super focused on delivering results in 2019 by being strong on our execution, tying knots with more Education operators and ultimately to start growing revenue by the end of 2019 or 2020.

Ooh Ewe Hock
Chairman

A MESSAGE FROM CEO

Dear Shareholders,

2018 Has been An Exciting & Busy Year

Looking back on 2018, it has been an extremely exciting and busy year at KEDIOS Group. We started the year with high note announcing our plan to pursue overseas ventures.

First half of the year was all about making field trips to the countries, researching business regulations, market sentiment, cultural practices, soliciting the right partners to get ourselves well prepared for going global.

On the other hand, we continue placing focus on value creation to win the trust and confidence of Education operators in our business ambition towards creating an IPO, aiming to help Education brands to grow big, scale faster and transform them into a sustainable business model. The successful integration of **MINDDIOS, EDUWIS and D'MONTE** has come to fruition from the trust we built over time.

IT product development has been one of our core business since inception. For the past 12 months, we have been focusing on the delivery of app-focused security, user-friendliness and new application development for our group of companies. Since the establishment, we have invested a total of RM .00 in our research and development to help ensure us an innovative edge.

From a macro perspective, the instability of educational policy in Malaysia has put us in an unfavourable position for SIS (School Interactive System) development. Amidst the unfavourable conditions, we found opportunity to counter the situation with a different approach.



Many schools were affected by the cessation of computer classes as ordered by MOE (Ministry of Education). Computer class service providers have stopped providing free management system to schools. Recognising the impact to the school, we feel the need to extend a hand. A wise decision was further made to launch a CSR programme sponsoring FREE systems for 300 Chinese Primary Schools (SJKC), which aims to help schools transitioning from manual processes to cloud base, therefore, achieving administration efficiency and increased productivity.

China's latest policy of banning private kindergarten from seeking public listing either independently or as part of a portfolio under a listed company poses another challenge for our China expansion. In spite of that, it made us realise the need to refocus our priority on bringing MindDios to China, which will be the key driver to accelerate our market reach in China.

As a business grows, it will continue to face challenges, building a resilient culture is the key to survive and thrive. At KEDIOS Group, we see challenge as an opportunity for innovation. Throughout the process, it strengthens our resilience and expands our innovation capability to stay relevant and competitive.

READY TO FUEL GROWTH IN 2019

In the past 12 months, we have taken good steps to formulate our global expansion strategy, a lot of hard work and important decisions have been made to pave way for the merger integration within the Education industry.

As we transition into a new year, we are expecting 2019 to be a year of building execution excellence to accelerate our speed of merger integration, to deliver increased traction in revenue, profit and customer experience. Honouring our commitment to maximise the value for our shareholders, in 2019, we will prioritise our business focus in 4 countries- Malaysia, Indonesia, Singapore & China in order to stay focused on delivering results.

Dr. Kedios Ooh
Chief Executive Officer

HIGHLIGHTS OF THE YEAR



Mar 2018

KEDIOS Group Celebrates The Addition Of Brand New "MindDios" after a successful rebrand, taking MindDios to new heights with refreshed strategy and brand promise.



Dec 2018

A Step Forward To Fulfil Our Merger Integration- D'MONTE & KEDIOS GROUP signed MOU, embarked on a merger to leverage strengths, to accelerate growth, increase scalability and sustainability.



Oct 2018

SIS EVO Student Entrepreneurship Program is Officially Launched (starts from Jakarta) - provided an app-building platform to inspire students creativity and foster entrepreneurship in students where they learn to design, build, test, launch and monetise their app.

MARCH

APRIL

JULY

OCTOBER

NOVEMBER

DECEMBER



Mar 2018

EDUWIS & KEDIOS GROUP signed MOA - parties agreed to form a larger consolidation in Education in which will bring great synergies in terms of scalability, increase in market value, enhanced publicity, financial credibility and the ability to leverage management capabilities.



April 2018

KEDIOS Group Announced China Expansion Plans - bringing together 20 business leaders and advisory council from Malaysia, Singapore, Indonesia, China & Taiwan to meet, network and discuss about collaboration on China expansion.



July 2018

Reshaping People & Culture - introduced new culture philosophy "Together, Go Further", added benefits and perks, revamped the recruitment and on-boarding process and redesigned performance management process.

Nov 2018

KEDIOS Group launched SRJK(C) CSR Programme to sponsor FREE SIS system to 300 schools - to save schools from falling back to manual operation which is time-consuming and labor-intensive.





WE ARE BETTER TOGETHER OUR SUBSIDIARIES & MERGER INTEGRATION

Introducing KEDIOS Group, a house of Education brands where each represents a distinctive and independent brand; coming together, we form The KEDIOS Group where we think, act and unite as one towards a common mission **to make education accessible for all**, irrespective of age, gender, race and ability.



**KEDIOS
BERHAD**



**EDUDIOS
SDN BHD**



**MIDIOS
BERHAD**



**ATDIOS
SDN BHD**



**CYCLEDIOS
BERHAD**



MINDDIOS



Eduwis



SIS is the first integrated school management system in Malaysia dedicated to help schools and teachers in achieving administrative efficiency by moving manual processes digital.

SIS is a school system for every stakeholder. SIS provides a comprehensive suite of solutions for **Schools, Teachers and Parents**, integrating 16 most useful productivity and communication solutions within a system aiming to enhance school management efficiency, teachers' productivity and parent- teacher communication.

16 Features

- Student Attendance System
- Staff Attendance System
- Exam & Report Card System
- eAnnouncement System
- eHomework System
- eTimetable System
- eDiscipline System
- Cloud Library System
- Co-curricular System
- Class Promotion System
- eLesson Plan System
- School Website Management System
- Events & Gallery System
- Report Generation System
- Analytical Dashboard
- App for Android & iOS

SCHOOL INTERACTIVE SYSTEM (SIS)
— BY EDUDIOS SDN BHD
Taking Your School To The Cloud



MiDios is a company which pioneered the idea of **bringing together** **Preschool brands** under a single umbrella through the exercise of merger, Preschool brands benefit from the increase in market value. It also provides new opportunities for a brand to flourish with all the value-added opportunity that entails.

MIDIOS BERHAD
A House of Preschool Brands



The newly merged brands benefit not only from MiDios's expertise and know-how in the field of corporatisation, business acceleration strategy but also from enhanced school administration efficiency via SIS cloud software, Preschool licensing compliance, teacher retention and development, effective brand positioning and making plan for business succession to ensure business continuity.



MINDDIOS BERHAD Nurture Modern Way of Thinking

MindDios is an organisation specialised in mid brain activation research and program development for children aged 7-11 years.

At MindDios, we always believe that every child has the innate potential to attain greatness and do marvellous jobs in their life and it's our mission to help bring out each child's hidden talents and make each child walk on the path of achieving excellent life.

MindDios consciously strives to develop **a whole child, not just intellectually**, but also physically, emotionally and socially. Our integrated approach focuses on the whole child, it combines sensory-motor exercises with academic skill training, healthy nutrition and confidence building.

Once midbrain is activated, it yields miracle benefits: -

- Super sensory development- A child can read, write, draw, colour and play games with minds, not eyes.
- Improvement in study- It improves concentration, memory, learning capacity and confidence level.
- Success in life- It enriches intuition power, creativity, talents, confidence and emotional stability.
- Better health- A child can experience good physical and mental health, good mood, peace, pleasure, freshness and sound sleep.



Eduwis is the award-winning early childhood education group with 31 years' experience in Malaysia. We provide franchise program to novices who love working with young children an opportunity to start a business venture in this field.

Founded by a husband and wife team- Simon & Amanda, Eduwis created a program called the "**Eduwis Thematic Integrated Learning Activities**" based upon the Malaysia's culture, lifestyle & needs along with 8 famous educationists' theories & philosophies (Reggio Emilia, Lev Vygotsky, Erik Erikson, Jean Piaget, Confucius, Maria Montessori, Howard Gardner, Shinichi Suzuki). Eduwis promises to create a rich learning experience to help children learn best through discovery learning instead of reading and writing only.

In Eduwis, we believe that without the trained and skilled teachers to facilitate the program, children may not grow and learn comprehensively. Recognising this, Eduwis has gone beyond early childhood education, it is also an early **childhood education training provider certified by HRDF**, aiming to provide professional upgrade for existing teachers and qualify new teachers with knowledge, skills and competencies to start their career in the early childhood setting.

A NEW EDUWIS

Eduwis is growing from strength to strength. The merger with The KEDIOS Group has enabled Eduwis to create new breakthroughs in expansion, brand-building and new market entry.

Within the six months of merger with KEDIOS Group, Eduwis has undergone a tremendous growth rate (+79%), growing its franchisee numbers from 39 to 70 centres, which has been Eduwis's highest record performance over the last 31 years.

EDUWIS HOLDING SDN BHD
Education Towards Wisdom



Pandas are unique and precious, representing every child at D'Monte being unique and valuable individuals. The 3 curves on the logo show the close relationships between the children, parents and teachers, reflect our brand promise- "Your Partner in Parenting".

D'MONTE CHILD CARE
& DEVELOPMENT SDN BHD
Your Partner in Parenting

A REFRESHED
D'MONTE
will be unveiled soon

Stay Tuned!

Established in 1996, **D'MONTE** is the prominent early childhood brands in the Northern region of Peninsular Malaysia, it is one of the few early childhood brands in the country being awarded the **ISO 9001:2008** and **National Mark of Malaysian Brand** certification.

We believe in learning as a whole and to have a balance growth in every aspect of children. We structure our early childhood education curriculum around five key elements of development to ensure an overall growth in each child- social, physical, intellectual, communication and emotional.

At D'Monte, we nurture the power of imagination in each child by adopting "**fun learning**" methodology where each child will be given opportunities to explore, feel and learn. Through the process, they learn to be confident and self-aware.

Dedicated to our brand promise of **becoming Your (Parents) Partner in Parenting**, we provide parents with peace of mind by giving children an exceptional education. D'Monte parents know their children are getting the finest education from nurturing professionals who make up a child's well-being. Simply put, D'Monte teachers care for your children as if they were their own.



CYCLEDIOS BERHAD A Bicycle System for Everyone, Always

CycleDios is a Malaysian home-grown smart bike sharing system. This bike sharing program was initially created for universities, aiming to make trips around campus become easier & quicker, to promote sustainable travel and recreation to student population.

Today, with more and more cities joining the green city movement, we have shifted our focus to city and remain university as our secondary market.

CycleDios works in collaboration with the city councils to revolutionise the city life by building a vibrant cycling culture in downtowns, neighbourhoods, sightseeing spots and recreational areas. We bring a local team to each city to support operations, bike supply and rebalancing to promote ridership without the chaos of free floating bikes.

CycleDios is the world's first bike sharing system which offers **8 types** of bicycles catered to various groups whenever they need one. Whether for outdoor family activity, alternative commuting option, physical fitness, casual cycling, city exploration, corporate team building or community event, CycleDios strives to make cycling accessible and affordable for every occasion.

In April 2018, we have just launched our bike share system in Taiping and Ipoh Kinta City with a distribution of more than 700 bicycles. Our focus in 2019 is to continue expand our bike share network to another **15 locations** in partnership with local operators, in hope to bring CycleDios to more people and places.

Together, we are making our cities a better place to live, work and visit.



AtDios is a digital wallet platform built primarily for our subsidiaries and associate companies to support them with mobile payment capabilities in keeping up with the rising digital payment and online shopping trend.

AtDios creates a new payment channel for our customers, allowing them to pay for purchases and services using their mobile phones or whatever devices they pick up without carrying cash or cards. It meets the fundamental customer needs for simple, safe and quick transactions, something that traditional payment lacks.

Creating this digital payment platform, we hope to help traditional retailers upgrade into a brand new retail model through an e-commerce marketplace (to be launched in 2nd phase). This e-commerce platform is equipped with analytics, invoicing and payment processing solutions, positioning them well to build an effective online presence, reaching to more customer base, increasing sales conversion with target ads campaigns and enhancing customer transaction experience.

ATDIOS SDN BHD Go Cashless & Cardless

COMMITTED TO GOOD CORPORATE GOVERNANCE FROM CHAIRMAN



Dear Shareholders,

Good corporate governance is critical in helping us to build a successful business that can be sustained over the longer term. The Board is committed to maintain the highest standards of corporate governance in its management of the affairs of KEDIOS Group. We aim to ensure that good corporate governance continues to provide a solid basis for our business, in promoting transparent and ethical business conduct at all levels, and continuing to add value for our Stakeholders.

In order for the Board to be able to review strategy, to determine our approach to risk and to respond to events, we need to have a thorough understanding of our business.

During the year, the Board received presentations on a number of areas of the business from senior management to ensure it was fully aware of the Group's performance, the market environment and progress on the strategy execution.

CORPORATE GOVERNANCE

"The Board is committed to maintaining the highest standards of corporate governance in its management of the affairs of KEDIOS Group and its accountability to shareholders and other stakeholders."

Ooh Ewe Hock
Chairman

Culture

Culture has a huge impact on people's performance and that it is imperative we create it intentionally.

The Board recognises the need to create the conditions that foster talent and encourage all colleagues to achieve their full career potential in the Group.

To institutionalise the culture and making it becomes part of the very DNA of our organisation, we redesign our performance management framework to enable clearly defined roles, support growth and drive engagement in building high performance team.

Risk Management

Protecting the Group from operational and reputational risk is an essential part of the Board's role. The Board remains focused on ensuring that the Group's risk management and internal control systems are effective in underpinning robust decision-making on major activities.

The Board has continued to debate and develop its understanding of risk, risk appetite and tolerance, and how we can maximise our opportunities. As we move forward, the Board's challenge will be to oversee the integration of these systems with the Group's strategic priorities as they continue to evolve.

Diversity and Inclusion

The Board believes it is important to have an appropriate balance of experience, skills, knowledge and backgrounds on the Board and at senior management level. This is vital for bringing both the expertise required and to enable different perspectives to be brought to the Board discussions to promote a dynamic environment for decision making.

Engaging with Shareholders

Meaningful engagement with shareholders is one of the key aspects of corporate governance. I and fellow Directors welcome open, meaningful discussions with shareholders, particularly with regard to governance and strategy.

The Board continues to believe that ongoing engagement with shareholders and other stakeholders is vital in ensuring their views and perspectives are fully understood and taken into consideration.

Conclusion

During our second year, I have greatly valued the diverse and complementary range of skills and experience of my fellow Board members. All of our discussions and debates have taken place within a culture of openness, mutual trust and respect, and that environment has enabled us to integrate successfully.

Ooh Ewe Hock
Chairman

OUR BOARD OF DIRECTORS

Since its inception, **leadership, commitment and vision** have been the hallmarks of our Board of Directors.

As in all other companies, the Board is responsible to our shareholders for the strategic direction and operational performance of the company.

In addition, the company is responsible to ensure that the highest standards of corporate governance are followed.

The Board's objectives are:

- to help KEDIOS Group succeed;
- to add value and support the management team;
- to deliver exemplary corporate governance by building an effective and open Board;
- to represent well the values that KEDIOS Group stands for; and
- to enjoy being part of a great company.

OUR BOARD OF DIRECTORS' PROFILE



Ooh Ewe Hock

Chairman

Appointed to Board: 8 Aug 2016

Skills & experience. Ooh has a wealth of business experience across retail consumer and plantation sector as well as his great insights through his experience on business growth, customer and leadership success.



Chua It Chit, Kenny

Director

Appointed to Board: 8 Aug 2016

Skills & experience. Kenny brings broad strategic leadership, entrepreneurial, M & A and capital strategy experience to the Board. He is the founder and CEO of Vilor Group, one of the largest incubation platform to accelerate the development of entrepreneurship in Malaysia.



Lim Yu Chin, Lesley

Director

Appointed to Board: 8 Aug 2016

Skills & experience. Lesley provides the Board with strategic planning as well as extensive corporate network in Malaysia. He is the founder and Managing Director of ESH Resource Management Sdn Bhd, one of the largest recycling management company in the Northern Region of Malaysia.



Ooh @ Woo Chin Teck

Director

Appointed to Board: 8 Aug 2016

Skills & experience. Ooh brings to the Board significant business to business and strategic sales management experience. Having been in the business for more than 20 years, he offers solid network with the government sector, enabling increased communication with the government sector for collaboration opportunities.



Tan Kim Lian

Director

Appointed to Board: 8 Aug 2016

Skills & experience. Tan has an extensive knowledge and years of experience in operations management. She provides the Board with strategic execution, customer experience, as well as supply chain management.



Ooh Eai Lee, Lynn

Director

Appointed to Board: 1 Oct 2017

Skills & experience. Lynn brings significant experience in sales and marketing, customer experience and corporate diversification to the Board. Supporting the Board, Lynn contributes rich insights on the formulation of customer strategy and market expansion planning.

OUR ADVISORY TEAM

At KEDIOS Group, we see advisory team as a tremendous complement to the effectiveness of the Board and Management Team for achieving its business goals. An effective advisory team brings unique knowledge, advice and skills in their field of expertise on issues of importance to the company-legal, corporate governance, internal control, finance/ accounting and general management.



Ng Kee Peng
Finance & IPO Advisor

Kee Peng is a chartered accountant with more than 20 years of experience in audit advisory and business consulting. During his former working experience with Messrs Crowe Horwath, he headed an audit team involved in a number of audit engagements for public listed companies. He has also held several advisory posts in MNC companies advising on matters related to financing, capital structure and IPO. He successfully helped four companies to get listed.



Agnes Wong
Corporate & Tax Advisor

Agnes, a registered chartered accountant offering more than 24 years of combined experience in accounting, tax and company secretarial practices. Currently, the Managing Partner of Syarikat Ong Sdn Bhd, advises more than 900 companies on governance framework, ensure compliance with law and regulations, corporate structure, Fund raising, shareholder relations, domestic and international tax matters.



Dato' Simon Lim
International Legal Advisor

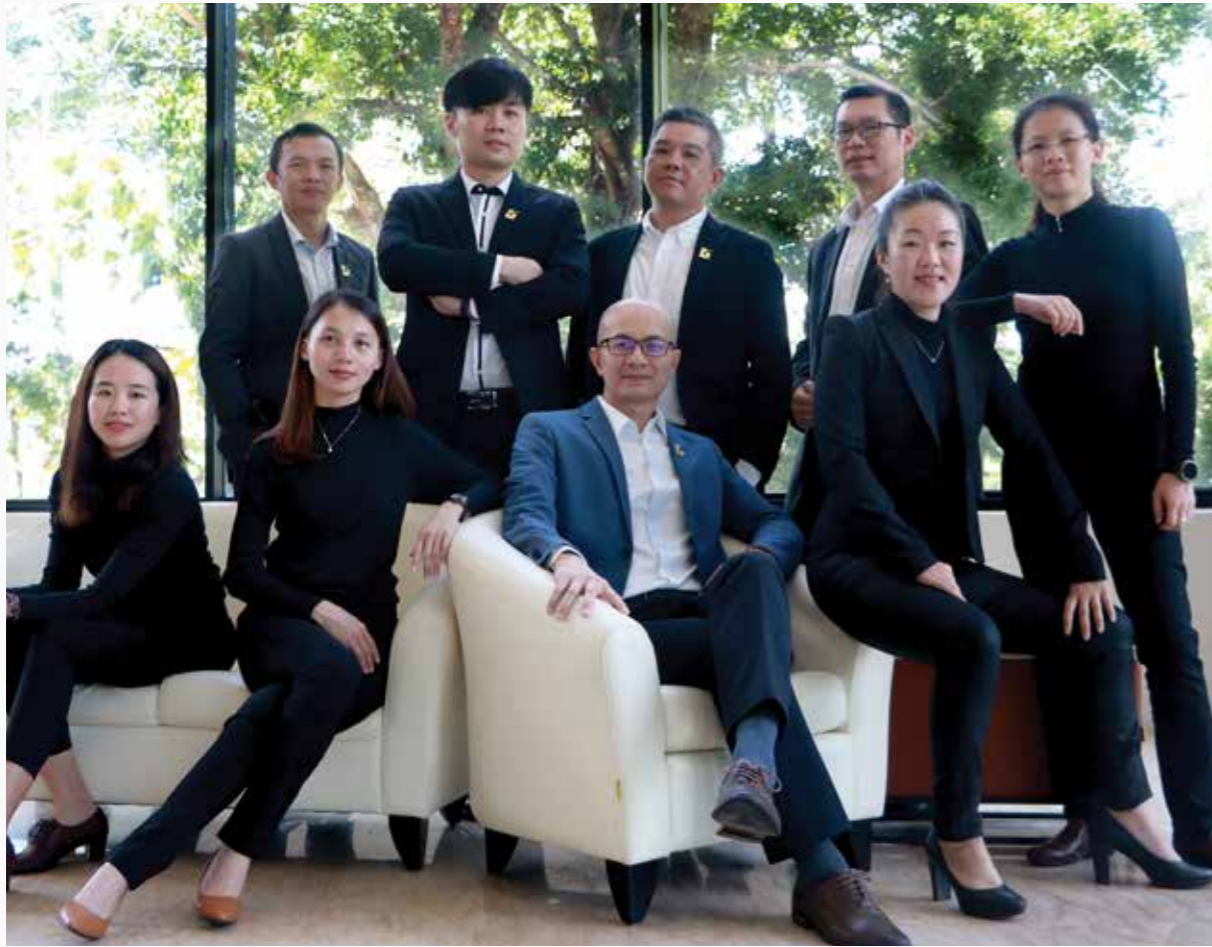
Dato' Simon has more than 27 years of experience in the practise of law, commercial litigation and corporate commercial practice. He also sits in the Boards of many public listed companies in Malaysia. Having a heart for societal affairs, he has served on numerous NGOs ever since he became a lawyer, one of which was his appointment as a political secretary to the Minister of Transport, Malaysia from 2009 to 2010.



Ong Chee Keong
Legal Advisor

Chee Keong is a practising lawyer with more than 27 years of experience. His practice is mainly in conveyancing, corporate, commercial and banking laws. Currently, a senior partner in a legal firm. He has good experience in handling corporate reorganisation, including fund raising exercise through venture capital and crowd funding.

OUR GROUP MANAGEMENT TEAM



Dr. Kedios Ooh

Group Chief Executive Officer (39)

Career History. Dr. Kedios Ooh, founder and CEO of KEDIOS Group. He brings more than 15 years' diverse entrepreneurial experience in different industries, stays devoted to build a purpose-led business focused on long term value creation. Venturing into business for many years, he developed strong ability in creating a sustainable business model. Under his leadership, KEDIOS Group pioneers the idea of leading education industry integration through merger. Since the early days he ventured into the business world, he upholds a belief that creating value is the essence of business. As the company continues to innovate on value creation, KEDIOS Group is making good steps on merger integration and corporate diversification towards IPO.

OUR GROUP MANAGEMENT TEAM



Tan Sian Hian
CEO of MiDios Berhad (48)

Career History. Tan was appointed as Chief Executive Officer on 1 Sep 2018. He was formerly the Chief Operating Officer. He brings over 13 years' experience in early childhood education. His colourful journey over the years made him well versed in the business setting of early childhood education. Knowing very well about the pressing pain points faced by Education operators, he aspires to make MIDIOS a place for best business solutions to help Education brands to grow, flourish and sustain.



Chan Kok Soon, Jason
CEO of AtDios Sdn Bhd (34)

Career History. Jason was appointed as Chief Executive Officer on 15 May 2018. He was formerly the Chief Technology Officer of KEDIOS Group. He currently serves on a dual role in charge of two portfolios- leading ATDIOS while overseeing the group's IT strategy and delivery. Throughout his journey with the company, he successfully strengthened our internal IT capability towards the outstanding project delivery- new product development, system infrastructure redesign, data migration, system integration and process re-engineering. Always very demanding on the product quality and customer experience, he is dedicated to make ATDIOS the most-friendly merchant and digital payment platform.

Tee Wee Siong, Simon
CEO of Eduwis Holding Sdn Bhd (55)

Career History. Simon, founder and CEO of EDUWIS Education Group (founded in 1987). His entrepreneurial journey of growing EDUWIS bit by bit, raising it from infancy to adulthood, evolving from independent business to franchising model made him the business expert in the early childhood education. EDUWIS has been strong in curriculum R&D; but was not fast enough on market development. To breakthrough stagnant growth and ensure business continuity, Simon made a wise move to embark on the strategic merger with KEDIOS Group. In the first 6 months of merger with KEDIOS Group, Eduwis has undergone a record growth rate (+79%, centre numbers increased from 39 to 70). Leveraging on the complementary strengths of the group, Simon is confident over EDUWIS's ability to fulfil the expansion targets of additional 100 centres in Malaysia by end of 2019.



Chooi Ui Kong, Adamms
CEO of CycleDios Berhad (48)

Career History. Adamms, founder and CEO of CycleDios Berhad. Having a strong passion for cycling since young, he started out a bicycle renting business in (2013) until it hit a development hiatus in 2017. Realising that the traditional business model is not sustainable over long term, he took a bold move to restructure the company heading towards IPO alongside the integration of smart technology in bicycles and its operation to meet future needs and for better sustainability. Capitalising on the group's IT capability and Kedios's extensive knowledge in capital strategy, Adamms stays bright and confident on CycleDios's performance for 2019 which is to expand CycleDios's coverage to another 15 new locations.

OUR GROUP MANAGEMENT TEAM



Ch'ng Kim Chuan, Juan

International Expansion Director of EduDios Sdn Bhd (39)

Career History. Juan was appointed as International Expansion Director on 15 May 2018. He was formerly the Chief Information Director of KEDIOS Group. Being the pioneer team of KEDIOS Group, he accumulated significant experience on steering the complete development of School Interactive System from scratch. His familiarity about SIS system, rich experience in IT and account management prepares him well for his current role- International Expansion Director. In his new portfolio, Juan's primary focus is to design and implement business expansion approaches in new market and identify potential partners to advance SIS global footprint. For 2019, we will stay focus on executing our go-to-market strategy in Indonesia and strengthening our rapport with Indonesia government to extend our system reach to 2,164 schools in Jakarta.



Chan Wen Dee

Head of CEO Office of Kedios Berhad (32)

Career History. Wen Dee was appointed as Head of CEO Office on 1 July 2018. She was formerly the Executive Assistant to the CEO. Stepping up from the strategic right hand role, Wen Dee developed deep understanding of the business strategy and planning, operations, legal and compliance affairs of the entire group. In her new portfolio, Wen Dee partners with Group CEO to work out the strategic priorities and policies of the business, manage and complete high level projects, strengthen the corporate image and positioning via strategic communication. With her cross-functional experience, she makes tremendous extension to the CEO on the execution of high level projects, organisational culture shaping and stakeholder relations.

Lim Hooi Peng

Head of Finance & Accounts of Kedios Berhad (30)

Career History. Hooi Peng was appointed as Head of Finance and Accounts on 1 July 2018. Prior to that, she was the Senior Accounts Executive. Having been the pioneer team of KEDIOS Group, she knows what it takes to create an effective finance and accounting department from square one. As the company grows in size, she brings to the table the best practices for effective management of intercompany accounting and financial control policies to maximise organisational efficiency.



Lee Soo Gaik, Sue

Creative Director of Kedios Berhad (35)

Career History. Sue joined Kedios Berhad as Creative Director on 15 Oct 2018, she brings over 10 years of experience providing high level creative direction with focus on corporate and brand identity, creative packaging and editorial design. As a Creative Director, Sue leads the creative direction for KEDIOS Group, dedicated to produce the best storytelling and deliver a creative/enriching experience for the group. Sue believes that design is a fundamental tool to be incorporated into the strategy of every company, it helps businesses differentiate from competitors and boosts brand awareness and the bottom line.

GOVERNANCE COMMITMENT IN ACTION

KEDIOS Group is committed to maintaining high standards of corporate governance; it is the way we do business and it is at the core of everything we do. In the sections below, it explains our best practices for governance towards long-term sustainability and strengthening the relationship of trust with our shareholders and other stakeholders.



BOARD EFFECTIVENESS

An Engaged Board with Clear Roles & Responsibilities

The Board currently has six (6) Directors, comprising five (5) Non-Independent Directors and one (1) Independent Director. These Directors are considered by the Board to be independent of management and free of any business or circumstances that could materially interfere with the exercise of objectivity or independent judgment.

The central role of the Board is to determine the direction of the Group, assist in the fine tuning of corporate strategies and ensuring effective execution of corporate strategies. Ultimately, to promote and protect the interests of shareholders and stakeholders of KEDIOS Group.

In addition to the above, the following powers are reserved to the Board for decision: -

- Promoting ethical and responsible decision making;
- Monitoring compliance with all applicable laws and regulations and applicable accounting standards;
- Overseeing and reviewing the conduct of the Group's business including its control and accountability systems;
- Approving the annual operating and capital budget and monitoring the financial performance of the Group;
- Appointing and determining the duration, remuneration and other terms of appointment of the Chief Executive Officer as well as the Top Management;
- Evaluating and monitoring the performance of the Chief Executive Officer and the Top Management through their Key Performance Indicators (KPIs);
- Developing and reviewing the succession planning of the Top Management;
- Monitoring and reviewing the Group's Risk Management System and internal compliance and control; and
- Overseeing the development and implementation of the shareholder communications policy for the Company

Separation of Positions of the Chairman & CEO

There is a clear division of responsibility between the Chairman and the CEO to ensure that there is a balance of power and authority, where no individual has complete autonomy over decision making. The Chairman leads the Board with a keen focus on governance and compliance, ensuring its effectiveness. He engages directly with the CEO to monitor business performance and oversees the implementation of strategies.

The CEO ensures effective implementation of the Board's policies, achieves strategic and performance targets, exercises high levels of business judgment and manages the relationship with stakeholders and the public.

The CEO is not a Board member of KEDIOS Group to ensure there is a clear distinction between the roles of the CEO and the Board, and to prevent conflict of interest. He is supported by eight (08) other members of the Management team.

BOARD EFFECTIVENESS (CONT.)

Company Secretaries

The Board is satisfied with the performance and support rendered by the Company Secretaries in discharging their functions. The Company Secretaries play an advisory role to the Board and are qualified, experienced, and competent in performing their duty. The Company Secretaries carry out, among others, the following tasks:

- statutory duties as specified under the new Companies Act 2016, and other relevant laws and regulations;
- updating and advising the Board on relevant guidelines on statutory and regulatory requirements periodically and the resultant implications to KEDIOS Group and the Directors in relation to their duties and responsibilities;
- attending and ensuring that all Board and Shareholders' meetings are properly convened, pertinent issues discussed and decided upon, and conclusions are properly recorded;
- following-up on the action points and implementation of the Board's decisions to Management;
- facilitating the provision of information to the Board, and between Directors and Management from time to time; and supporting the Board in ensuring adherence to Board policies and procedures.

FINANCIAL REPORTING

Compliance of Financial Statements with Applicable Financial Reporting Standards

The Board is responsible for ensuring that the financial statements are prepared in accordance with the Companies Act 2016 and are applicable to the Financial Reporting Standards in Malaysia so as to give a true and fair view of KEDIOS Group's financial state of affairs.

In this regard, the Board is assisted by the corporate finance advisory in overseeing and governing KEDIOS Group's financial reporting processes and the quality of its financial reporting. The corporate finance advisory meets the Senior Management team on a monthly basis to review the integrity and reliability of KEDIOS Group's financial statements prior to recommending them for the Board's approval.

Independence of External Auditors

Yearly Results and Financial Statements were reviewed by external auditors prior to the tabling to the Board for review.

The External Auditors also participated in the discussions relating to financial results at meetings with the Board. The Board discussed key concerns with and obtained feedback from the external auditors on matters relating to the company's affairs without the presence of the Management

Risk Management & Internal Control

The Board remains focused on ensuring that the Group's risk management and internal control systems are effective in underpinning robust decision-making on major activities.

The Board has continued to debate and develop its understanding of risk, risk appetite and tolerance, risk testing and how we can maximise our opportunities. As we move forward, the Board's challenge will be to oversee the integration of these systems with the Group's strategic priorities as they continue to evolve.

Protecting the Group from operational and reputational risk is an essential part of the Board's role. We have continued to drive a better understanding of the risks we face, further developed and tested our tolerance on risk and ensured our Group risk map continues to reflect the Group's strategic objectives and opportunities.

Timely & Quality Disclosure

The Board recognises the importance of effective and timely communication with the investment community.

Over the years, the Board remains highly committed to ensure that communication with the investing public regarding the business, operations and financial performance of Kedios Group are accurate, timely, factual, informative, consistent, broadly disseminated and where necessary, led with regulators in accordance with applicable legal and regulatory requirements.

To further enhance the level and quality of disclosure, the Group adopted the Investor Relations and Social Media Guidelines which give specific guidance on the disclosure of material information, maintenance of the confidentiality of information, dissemination of information and communications including that which is transmitted electronically. Technology has also been utilised to increase the effectiveness and timeliness of information dissemination.

KEDIOS Group's facebook page and corporate website is a key communication channel for the Group to reach its shareholders, the investment community and the general public. Current information on KEDIOS Group's activities and major strategic developments are provided on the page and website.

Investor Relations

KEDIOS Group has a strong following and coverage amongst angel investors. Thus, in addition to communicating and engaging shareholders through annual reports, the annual general meeting, timely disclosures and announcements, KEDIOS Group's Investor Relations function provides an additional channel in managing the Group's relationship with the investment community by communicating and engaging directly with the relevant investors and the investment community broadly.

The Investor Relations function enables Kedios Group to maintain its ongoing engagement with the investing community and research analysts through active dialogue and effective communication, which provides comprehensive insights about the Group's business strategies, financial performance and current business initiatives.

The regular dialogues provide comprehensive, transparent and timely information that helps the investing community and research analysts better understand their investment position in Kedios Group and become cognisant with the Group's performance, business strategies and prospects. As part of the Group's commitment towards this objective, experienced Senior Management personnel are directly involved in the Group's investor relations activities. With the active involvement of Senior Management, the investing community is assured of views and information on the Group being appropriate, accurate and timely.

“Together, Go Further” is our corporate etho shaping the way we work internally and how we do business with external stakeholders. We are convinced that a group of like-minded people is the driving force behind successful companies. We believe teamwork enables ordinary people to achieve extraordinary things.

At KEDIOS Group, we create favourable environment in which people are encouraged to grow their skills. Leaders are coached to exercise empowerment to give control, empower employees to make decisions, share information and try new things. At the same time, provides employees the direction, discretion, autonomy over their tasks and resources.





TOGETHER, GO FURTHER

