

REPORT ON MATTERS SUSPECTED TO BE OFFENCES UNDER.

(1) THE CAPITAL MARKETS AND SERVICES ACT 2007 (ACT 671) ; and

(2) OTHER RELEVANT LEGISLATION OF, MALAYSIA

Person of Concern : Chin Boon Long (also known as Victor Chin Boon Long or Victor Chin)
(Malaysian NRIC No : 680709-01-5149)

I have reason to suspect that Victor Chin Boon Long (“**Victor**”) may have been the perpetrator, accomplice, participant or abettor in certain offences, especially offences under the Capital Markets and Services Act 2007 of Malaysia (“**CMSA**”). I make this report so that the Securities Commission and other relevant authorities may investigate and take the appropriate action as required by the law

Background of myself :

Name :

NRIC no. :

Contact address :

How I came to know of the information stated in this report:

The information provided below are of my own knowledge, and/or based on research made from public sources, and/ or informed to me by confidential sources which I have confidence in. A number of the actions and transactions took place many years ago, but the records of the transactions should still exist and can be obtained by investigators. I believe that it is in the public interest that these matters should be investigated and appropriate action taken.

Main provisions of the CMSA on which investigation may be required, based on the factors and information provided below :

- **Section 175, CMSA. False Trading and Market Rigging Transaction**
- **Section 176, CMSA. Stock Market Manipulations**
- **Section 177, CMSA. False or Misleading Statements, etc**
- **Section 178, CMSA. Fraudulently inducing persons to deal in securities**
- **Section 179, CMSA. Use of Manipulative and Deceptive Devices**
- **Section 181, CMSA. Dissemination of Information about Illegal Transactions**
- **Section 186, CMSA. Prohibited Conduct of Person in Possession of Inside Information**
- **Section 202, CMSA. False Trading (derivatives)**
- **Section 204, CMSA. Dissemination of Information about False Trading (derivatives)**
- **Section 317, CMSA. Disclosure by CEO or director of direct and indirect interests in shares**
- **Section 317, CMSA. Director or officer not to cause, loss to the listed company / group**

Report

1. Transactions and Actions in relation to Certain Companies of Concern.

report primarily on the transactions, share prices, share trading activities, information used or provided, and other factors involving :

- 1.1 **INGENUITY SOLUTIONS BERHAD** (“Ingenuity”), a company listed and whose shares were at the material times traded on Bursa Malaysia.

Ingenuity is now known as **MMAG Holdings Bhd** (since 5 February 2016).

- 1.2 **G3 Global Berhad** (“G3”), a company listed and whose shares are traded on Bursa Malaysia

G3 was formerly known as **Yen Global Berhad**.

- 1.3 **Hong Seng Consolidated Berhad** (“Hong Seng”), a company listed and whose shares are traded on Bursa Malaysia.

Hong Seng (until 6 October 2020) was known as **MSCM Holdings Berhad**, which in turn, (until 11 Mar 2018) was known as **Panpages Berhad**, and in turn (until 8 July 2014) was known as **CBSA Berhad**.

- 1.4 **Macpie Berhad** (“Macpie”), a company listed and whose shares are traded on Bursa Malaysia

Macpie was formerly known as **Sterling Progress Berhad** (with effect from 16 April 2019).

Before that, Sterling Progress Berhad was known as **1 Utopia Berhad** (name change 6 January 2016)

Before 15 November 2011, 1 Utopia Berhad was known as **Tejari Technologies Berhad**

- 1.5 **Vortex Consolidated Berhad** (“Vortex”), a company listed and whose shares are traded on Bursa Malaysia

Vortex was formerly called **SKH Consortium Berhad**, and before that, **The Media Shoppe Berhad**.

2. Background:

Victor’s interest in Ingenuity started from 12 October 2010, through shareholding in the name of his wife, **Chan Siew Ying (“CSY”)**. This enlarged to 29.15% of the share capital in Ingenuity in 2012, on 24 September 2012, Victor was appointed as a Director of Ingenuity (He ceased to be a Director on 13 February 2015, but maintained control and influence through his wife CSY.)

Further, through the course of time, Victor also controlled and/or exerted influence which is close, to or amounts to control, of some other companies.

3. **PCE Berhad** in or around 2015

(which changed its name to : **Spring Gallery Berhad**, then to **DWL Berhad**, and then to (now known as) **CSH Alliance Berhad**)

4. **Yen Global Berhad** - in or around 2015

(which changed its name to (now known as) **G3 Global Berhad**)

5. **Panpages Berhad** -in or around 2015

(which change its name to **MSCM**, then to (now known as) **Hong Seng Consolidated Berhad**)

6. **Pesona Metro Holdings Berhad**

In each of these cases he held control through collaborators and/or abettors, such as his wife and other associates. (The names of some of these persons, as well as information of relationship and connection with Victor, are available.)

In some of the transactions which may involve offences, one or more of these companies may also have been used to support the share price, share trading or giving of information or certain impressions to the public.

7 **Brief Summary of the transactions and actions related to Ingenuity**

I believe that through a combination of announcing share issuance and proposed acquisitions of companies / businesses, and putting out “news” relating to Ingenuity and its business ambitions and moves, offences under the CMA were committed. These activities, I believe, were initiated and controlled by Victor directly or through his wife CSY and/or other collaborators.

01.04.2011 Proposed rights issue announced 2 rights shares for every 1 share, together with 3 warrants for every 4 rights shares subscribed.

Result: share price of Ingenuity rose by 130% + within a month of the announcement.

20.10.2011 Proposed acquisition of Vistavision Resources for RM15,452,000 (to be satisfied by 154,520,000 shares in Ingenuity, thereby valuing each share at RM0.10 per share) announced.

*Just before the announcement, shares in Ingenuity were trading on Bursa at about RM0.** per share. Therefore, the price of RM0.10 per share constituted a [premium/discount] of ** %.*

Note: the valuation of Vistavision Resources was based on Price Earning ratio of 6 times, with a profit guarantee of RM2.5 million per annum for 3 financial years. [Ultimately, this profit guarantee was/was not fulfilled.]

21.02.2012 As a result of the Vistavision Resources acquisition, 154,520,000 shares in Ingenuity were issued. These were issued directly to individuals who are reputed to be proxies of Victor, namely

- Landasan Simfoni (Low Gah Luan and Phong Mun Wah)
- Titanium Hallmark (Yeap Chee Keong, Yap Yee Siew, and Leong Seng Haong)

Result: Victor through his proxies held 2 more big blocks of shares in Ingenuity.

23.03.2012 Both Landasan Simfoni and Titanium Hallmark disposed of their shares in Ingenuity and ceased to be substantial shareholders of Ingenuity

*Result: These persons were able to cash out (the first round of cashing out) within a month or so. [The sale prices were the average of RM0.**, based-on the returns given by Landasan Simfoni and Titanium Hallmark-te Ingenuity]*

The market price of shares in Ingenuity went up from RM0.06 per share in 1A January 2012 to RM0.14 per share in March 2012. (The Star)

02.08.2012 Ingenuity incorporated a sub-subsidiary named “**NINEZTE SDN. BHD.**”(“**NineZTE**”)

Market reaction. This announcement expectedly caused excitement that there might be a collaboration between Ingenuity and ZTE. The share price of Ingenuity was gradually pushed up.

*[** Is it true that ZTE was actually involved? If not, what was the scheme -to let people believe that ZTE was involved, maybe there were more actions - e.g. giving some press statement that hints at the involvement of ZTE. **]*

29.08.2012 **Ninetology Marketing Sdn. Bhd. (“Ninetology”)** makes a takeover offer to buy 39.44% of the shares in Ingenuity at the offer price of RM0.55 per share. This valued the 39.44% stake in Ingenuity at about RM360 million. This offer price represented a premium of [** %] per share over the then traded market price of shares in Ingenuity

Result: This takeover offer caused more excitement for shares in Ingenuity, and had a lot of coverage by The Star and other media. The media considered the offer by Ninetology to be surprisingly attractive, not least because Ingenuity had been loss-making for 5 financial years and, just the year before, was worth only RM19 million.

Market reaction. Compared to the market prices of shares in Ingenuity of just RM0.06 per share in January 2012, and of RM0.10 before the takeover offer, the market price shot up to RM0.465 per share

*** any data to show the selling of shares by Victor or his associates around this time? **)*

05.09.2012 Victor, as the major shareholder of Ingenuity, publicly rejected the takeover offer price of RM0.55 per share

Result: This rejection of what looked to the media and the public to be a very attractive offer price, made it appear that the “real” worth of the shares was more than RM0.55 per share. This triggered a strong buying interest by the public for shares in Ingenuity.

The media also responded by calling this so-called takeover offer a “huge joke on the market”

08.01.2013 Ingenuity disposed of its holdings in NineZTE.

*[** any evidence of what was the disposal price? To whom was NineZTE disposed?]*

*[** Does Victor still hold shares in Ingenuity? if he has sold out, do we know the sale price? What about sales by his proxies and associates - any information? **)*

05.02.2016 Ingenuity changed its name to **MMAG Holdings Berhad.**

Trading of shares in Ingenuity remained inactive and the price was down by about 80% until the change in name.

8. Based on these events and factors, it appears that there is an element of “pump and dump” of shares in Ingenuity. There may be offences which need to be investigated

- Stock Market Manipulations under section 176, CMSA - especially the combination of the rights issue, combined by the acquisition and subsequent disposal of NineZTE, and the Ninetology offer of RM0.55 per share.
- Fraudulently inducing persons to deal in securities under section 178, CMSA - especially in relation to the schemes of the rights issue, followed by the acquisition of NineZTE, the takeover by Ninetology and the rejection of the offer by Victor
- Use of manipulative and deceptive devices under section 179, CMSA - especially how the Ninetology offer was constructed, made and rejected in full view of the public, so that the public would be deceived into believing that the “real” price is in fact higher than RM0.55 per share.
- Dissemination of Information about Illegal Transactions under section 181, CMSA - especially the dissemination of information about NineZTE, and about the extraordinarily high offer by Ninetology knowing that it will be rejected in the end.
- Failure to disclose his interest in shares in Ingenuity, under section 317, CMSA - apart from the shares he did disclose interest in (e.g. held by his wife CSY), there are transactions in which he has an interest in shares which are not held in his name
- Causing loss to Ingenuity, under section 317A, CMSA - especially as to the acquisition and disposal of NineZTE.

9. Brief Summary of the transactions and actions related to G3

believe that Victor and his collaborators might have manipulated the share price in G3 from 2015. Victor took control of G3 in 2015, through shareholdings of his proxies and collaborators. Based on my research and sources, this was done over 5 stages:

First Stage : Between end 2015 and March 2019 - slow increase of share price of G3 from RM0.02 to RM0.20 per share

Second Stage : From March 2019 to October 2019 - bumped up share price of G3 from RM0.20 to RM1.00 per share

Third Stage : From October 2019 to January 2020 - dumped shares in G3 to cause the price to drop to RM0.55 per share

Fourth Stage : From January 2020 to October 2020 - carried out a few rounds of bump and dump on shares in G3, so that the price ranged from RM0.42 to RM0.80 per share

Fifth Stage : From October 2020 onwards - dumped shares in G3, the current share price is around RM0.025 per share

There is a disconnect between the share price behaviour of shares in G3 with the market sentiment of the times, especially during the times of restrictions due to the Covid-19 pandemic. A comparative study will show that there is evidence of manipulation of the share price.

also have reason to believe that Victor and his collaborators undertook bump and dump operations on shares in G3, in this regard, it may be necessary for the Authorities to take immediate action.

10. Based on these factors, an investigation is imperative both to uncover the acts which, by a single act or in combination with other acts, might constitute offences and also to stop any ongoing unlawful activity on the prices or trading of shares in G3. There may be offences which need to be investigated:

- False Trading and market rigging under section 175, CMSA - especially the various instances of bump and dump operations.
- Stock market manipulations under section 176, CMSA - especially in relation to the operations to raise and lower the share price of shares in G3.

11. Brief Summary of the transactions and actions related to Hong Seng

I have reason to believe that Victor took control of Hong Seng (then known as Panpages) in 2015, with the assistance of Yap Chor How (Yap Chor How's father, Yap Hong Chai, was at the material time a substantial shareholder of Hong Seng.) The purpose was to manipulate the share prices by bump and dump operations. Based on my research and sources, this was done over 5 stages:

First Stage : Between July and August 2020 - bumped the share price of shares in Hong Seng from RM0.02 to RM0.40 per share

Second Stage : From July 2021 to October 2021 - bumped up share price of Hong Seng from RM0.40 to RM1.87 per share

Third Stage : From October 2021 to December 2021 - dumped shares in Hong Seng to cause the price to drop to RM1.37 per share

Fourth Stage : From February 2021 to March 2021 bumped the share price of shares in Hong Seng from RM1.35 to RM1.60 per share

Fifth Stage : From March 2021 onwards - dumped shares in Hong Seng; the current share price is around RM0.22 per share

I believe that Victor made use of the public's interest in the glove business as a front for these bump and dump operations. A comparative study will show that the price movements of other "glove stocks" such as Top Glove, Supermax and Hartalega are not consistent with the share price movements of shares in Hong Seng. For example, these 3 "glove stocks" hit the peak around July 2020, August 2020 and after December 2021, and then the prices went on downtrend ever since. This contrasts to Hong Seng's up-and-down folds 4 times over, since October 2021.

12. Based on these factors, an investigation is imperative both to uncover the acts which, by a single act or in combination with other acts, might constitute offences and also to stop any ongoing unlawful activity on the prices or trading of shares in Hong Seng. There may be offences which need to be investigated:

- False-Trading and market rigging under section 175, CMSA - especially the various instances of bump and dump operations.
- Stock market manipulations under section 176, CMSA - especially in relation to the operations to raise and lower the share price of shares in Hong Seng.

13. Brief Summary of the transactions and actions related to Macpie

I have reason to believe that Victor used a group of persons as his proxies, and manipulated the share prices of shares in Macpie. (

07.06.2010 Macpie (then known as Tejari) acquired 51% of PC3 Technology with profit guarantee of RM2.429 million (at 6 x Price Earnings), part cash part shares to the vendor, Victor

07.06.2010 Macpie (then known as Tejari) acquired 51% of Essential Action with profit guarantee of RM1.477 million (at 6 x Price Earnings), part cash part shares to the vendor, Victor

- 26.08.2010 Victor formally became a substantial shareholder of Macpie (then known as Tejari).
- 22.02.2011 Victor acquired 46,752,901 free warrants pursuant to subscription of rights shares with warrants.
- 24.11.2011 Macpie (then known as 1 Utopia) acquired Urusrasa for RM1.03 million
- 05.01.2012 Macpie acquired Tarita Multimedia (Lowyat rental operator) for RM200 in cash
- 13.12.2013 Victor was allotted an additional 161.794,000 shares in Macpie (then known as 1 Utopia) from acquisition of*
 - the balance 49% of PC3 Technology by issuance of 63,428,500 new shares to Victor,
 - the balance 49% of Essential Action by issuance of 39,082,000 new shares to Victor, and
 - 100% of Prestige Atoz by issuance of 59,283,000 new shares to Victor
- 14.12.2016 Macpie (then known as Sterling Progress Berhad) disposed of Prestige Atoz for RM2.018 million (at a substantial loss from the acquisition cost was RM5.9 million).
- 06.03.2017 Macpie (then known as Sterling Progress Berhad) disposed of Essential Action for RM1.54 million (at a substantial loss from the acquisition cost was RM7.59 million).
- 15.02.2017 to
25.01.2018 Macpie (then known as Sterling Progress Berhad) issued an additional 74 million shares under its ESOS, at prices below the market prices.
- 06.04.2017 Macpie (then known as Sterling Progress Berhad) completed the acquisition of Hotel Business Rights for a cash consideration of RM3.5 million).
- 28.02.2018 Macpie (then known as Sterling Progress Berhad) terminated the business rights and profit guarantee (of RM3.5 million with compensation of RM0.5 million)
- 12.04.2018 Macpie (then known as Sterling Progress Berhad) acquired 51% of Macpie Pro Sdn Bhd
- 15.02.2019 Macpie (then known as Sterling Progress Berhad) acquired 51% of Macpie Pro Capital Intelligence Sdn Bhd

14. Based on these factors, an investigation is imperative both to uncover the acts which, by a single act or in combination with other acts, might constitute offences and also to stop any ongoing unlawful activity on the prices or trading of shares in Macpie. There may be offences which need to be investigated

- Duty of CEO and Directors to disclose interests in securities under section 317, CMSA - especially in relation to the disclosures of interests due to the acquisition/disposals and acquisition of shares by Victor
- Prohibited conduct of Director or officer of listed corporation under section 317A, CMSA - especially in relation to the losses suffered by Macpie from the disposal of subsidiaries and assets (such as business rights).

15 Brief Summary of the transactions and actions related to Vortex

*[** Note ** there is not enough information on Vortex provided in the source document provided **]*

16. Civil Actions

Securities Commission, after investigation and if it considers to be in the public interest to do so, may (where appropriate) take civil action against Victor and the relevant collaborators under Sections 200 or 210, CMSA.

Other persons who suffer loss or damages due to Victor's contravention of Section 188, CMSA (Insider Trading) may also take civil action pursuant to Section 201, CMSA. However, it is most unlikely that any of the companies affected (e.g, Ingenuity, G3, Hong Seng, Macpie or Vortex) would do so, particularly if Victor or his collaborators remain in control of those companies.

17. Victor Chin Boon Long should, therefore, be investigated and enforcement action taken where the respective case can be made out, including (where appropriate) appropriate charges be preferred against him, in relation to the matters mentioned above.