

## CORPORATE GOVERNANCE REPORT

**STOCK CODE** : 7184  
**COMPANY NAME** : G3 Global Berhad  
**FINANCIAL YEAR** : December 31, 2025

### OUTLINE:

#### **SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE**

*Disclosures in this section are pursuant to Paragraph 15.25 of Bursa Malaysia Listing Requirements.*

#### **SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PERSUANT CORPORATE GOVERNANCE GUIDELINES ISSUED BY BANK NEGARA MALAYSIA**

*Disclosures in this section are pursuant to Appendix 4 (Corporate Governance Disclosures) of the Corporate Governance Guidelines issued by Bank Negara Malaysia. This section is only applicable for financial institutions or any other institutions that are listed on the Exchange that are required to comply with the above Guidelines.*

## SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

*Disclosures in this section are pursuant to Paragraph 15.25 of Bursa Malaysia Listing Requirements.*

### Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

### Practice 1.1

The board should set the company's strategic aims, ensure that the necessary resources are in place for the company to meet its objectives and review management performance. The board should set the company's values and standards, and ensure that its obligations to its shareholders and other stakeholders are understood and met.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board's overall governance responsibilities is to establish strategic direction for the Company, overseeing the conduct of the Company's businesses, identifying principal risks, ensuring the implementation of appropriate internal controls and mitigation measures, responsible for corporate sustainability, overseeing the development and implementing of a shareholder communications policy for the Company and review the adequacy and the integrity of the management information and internal controls system.</p> <p>While observing Bursa Securities' Listing Requirements, the principles of MCCG and the Companies Act, and with the adoption of Board Charter, the Board will ensure that its obligations to its shareholders are met.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**Intended Outcome**

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

**Practice 1.2**

A Chairman of the board who is responsible for instilling good corporate governance practices, leadership and effectiveness of the board is appointed.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board of Directors is chaired by an Independent Non-Executive Chairman, namely Dato' Sri Haniff Bin Omar.</p> <p>Dato' Sri Haniff was appointed on 9 June 2025 as the Board Chairman in place of Dato' Sri Alias Bin Ahmad who resigned on 3 June 2025.</p> <p>The Board Chairman leads the Board in setting the tone to develop the strategic direction as well as instil good corporate governance practices for the Group.</p> <p>The responsibilities of the Board Chairman of the Board are set out in the Board Charter.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

**Practice 1.3**

The positions of Chairman and CEO are held by different individuals.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The position of Chairman is held by Dato' Sri Haniff Bin Omar. The position of the Managing Director is held by Encik Wan Shahinur Izran Bin Mohamad Salleh who was appointed as the new Managing Director on 2 January 2026 in place of Encik Al Fazirul David Bin Abdullah who resigned on 31 December 2025. Both Chairman and Managing Director roles and responsibilities are properly segregated.</p> <p>The Chairman is responsible for the leadership of the Board and ensuring the Board is function effectively, whilst the Managing Director has the delegated authority from the Board and is responsible for the Group's overall operational, business and financial performance.</p>
<b>Explanation for departure</b>	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

### Practice 1.4

The Chairman of the board should not be a member of the Audit Committee, Nomination Committee or Remuneration Committee

<i>Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.</i>	
<b>Application</b>	: Departure
<b>Explanation on application of the practice</b>	:
<b>Explanation for departure</b>	: The Board Chairman is a member of the Audit Committee and Risk Management Committee. He is also the Chairman of Nomination Committee and Remuneration Committee.
	Although the Board Chairman holds position in the Board Committees, it would not affect the transparency of matters discussed during the Committees meetings as the subject matters are concluded based on a collective decision through the exchange of information and ideas of the Committees members. The Board Chairman will always practice self-restrain in view of matters affecting him by disclosing his interest during the Board Meeting and relevant Committees meetings while exempt from voting.  The Board notes that the Chairman's membership in Board Committees is intended to leverage his experience and ensure cohesive governance; however, the Company also recognizes the importance of maintaining independence and avoiding concentration of influence in Board oversight functions.
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
<b>Measure</b>	: Please explain the measure(s) the company has taken or intend to take to adopt the practice.
<b>Timeframe</b>	: Choose an item.

### Intended Outcome

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

### Practice 1.5

The board is supported by a suitably qualified and competent Company Secretary to provide sound governance advice, ensure adherence to rules and procedures, and advocate adoption of corporate governance best practices.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board and Board Committees are supported by qualified Company Secretaries who are duly appointed under Section 235 of the Companies Act 2016. They are Chartered Secretary and members of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA).</p> <p>The Company Secretaries, through their teams, provide comprehensive secretarial support to the Board. They play an advisory role to ensure the Board and Board Committees comply with applicable laws, regulations, and Bursa's Listing Requirements, while also promoting the adoption of best practices as outlined in the Malaysian Code on Corporate Governance (MCCG).</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

Every company is headed by a board, which assumes responsibility for the company's leadership and is collectively responsible for meeting the objectives and goals of the company.

**Practice 1.6**

Directors receive meeting materials, which are complete and accurate within a reasonable period prior to the meeting. Upon conclusion of the meeting, the minutes are circulated in a timely manner.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Company Secretaries provides essential support to the Board and Board Committees, facilitating the discussions and proceedings of Board and Board Committees meetings. They ensure that all deliberations and decisions are well documented.</p> <p>To ensure effective and efficient discussion and decision-making, meeting materials are circulated to the Board and Board Committees' members 5 business days prior to their respective meetings. The Company Secretaries ensures that discussions and decisions are properly recorded, and all minutes are circulated and confirmed as a correct record of the proceedings at the subsequent meetings.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

There is demarcation of responsibilities between the board, board committees and management.

There is clarity in the authority of the board, its committees and individual directors.

**Practice 2.1**

The board has a board charter which is periodically reviewed and published on the company's website. The board charter clearly identifies–

- the respective roles and responsibilities of the board, board committees, individual directors and management; and
- issues and decisions reserved for the board.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>In addition to adhering to the provision of the Company's Constitution, the requirements of the Companies Act 2016, MCGG and Bursa Malaysia Securities Berhad's Listing Requirements, the conduct of the Board is guided by the Board Charter. The Board Charter sets out the roles and responsibilities of the Board, its Committees, the Chairman, and both Executive and Non-executive Directors. It serves as a reference to ensure effective governance and decision-making.</p> <p>The Board Charter is reviewed annually and updated as necessary to reflect the needs of the Company and the changing in regulatory requirements.</p> <p>The Board Charter is published on the Company's corporate website at <a href="http://www.g3global.com.my">www.g3global.com.my</a></p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**Intended Outcome**

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

**Practice 3.1**

The board establishes a Code of Conduct and Ethics for the company, and together with management implements its policies and procedures, which include managing conflicts of interest, preventing the abuse of power, corruption, insider trading and money laundering.

The Code of Conduct and Ethics is published on the company's website.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>To promote a good business conduct and foster a healthy corporate culture, the Board has put in place a Code of Conduct and Ethics applicable to all Directors and Employees of the Group.</p> <p>In line with this commitment, the Board has also put in place the Whistleblower Policy and adopted an Anti-Bribery and Corruption Policy for the Group and Company, in compliance with Section 17A of the Malaysian Anti-Corruption Commission (Amendment) Act 2018. The policies serve to reinforce ethical conduct and complement the Company's Code of Conduct and Ethics.</p> <p>The Code of Conduct and Ethics and the Anti-Bribery and Corruption Policy are published on the website <a href="https://www.g3global.com.my">https://www.g3global.com.my</a></p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

**Practice 3.2**

The board establishes, reviews and together with management implements policies and procedures on whistleblowing.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board has put in place the Whistleblowing Policy in 2013. The Whistleblowing Policy is established and designed to provide a safe and confidential channel for all Directors, employees, business partners as well as other external parties (including the Group's customers) to raise concerns or disclose any improper conduct or the inadequacies in the Group's Anti-Bribery and Corruption ("ABC") programme which they become aware of.</p> <p>The Whistleblowing Policy is published on the website <a href="https://g3global.com.my/downloads/G3_Whistleblowing_Policy.pdf">https://g3global.com.my/downloads/G3_Whistleblowing_Policy.pdf</a></p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**Intended Outcome**

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

**Practice 4.1**

The board together with management takes responsibility for the governance of sustainability in the company including setting the company’s sustainability strategies, priorities and targets.

The board takes into account sustainability considerations when exercising its duties including among others the development and implementation of company strategies, business plans, major plans of action and risk management.

Strategic management of material sustainability matters should be driven by senior management.

<p><b>Application</b></p>	<p>: Applied</p>
<p><b>Explanation on application of the practice</b></p>	<p>: The Board integrates sustainability into consideration into the formulation of strategic goals and decision-making process. The Company engages external risk and sustainability consultants to assist the Board and Management in reviewing and assessing the risk management areas relating to the Company’s sustainability initiatives. Their works includes drafting the sustainability policy and evaluating risks related to crisis management and technology landscape.</p> <p>To oversee the implementation and monitoring of sustainability initiatives, the Company has established a Sustainability Task Force. This task force is responsible for tracking the Company’s sustainability performance against key performance indicators (KPIs), which currently focus on:</p> <ul style="list-style-type: none"> <li>• Economic Performance</li> <li>• Anti-Bribery and Anti-Corruption</li> <li>• Corporate Governance</li> <li>• Innovation &amp; Digital Transformation</li> <li>• Cybersecurity</li> <li>• Procurement</li> <li>• Environmental Compliance</li> <li>• Diversity and Equal Opportunity</li> <li>• Employment</li> <li>• Customer Privacy</li> <li>• Occupational Health and Safety</li> <li>• Training &amp; Development</li> <li>• Employee Engagement</li> <li>• Local Community Engagement</li> </ul> <p>The sustainability matter is handled by Chief Financial Officer with support from HR and Admin Departments.</p>

<b>Explanation for departure</b> :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b> :		
<b>Timeframe</b> :		

**Intended Outcome**

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

**Practice 4.2**

The board ensures that the company's sustainability strategies, priorities and targets as well as performance against these targets are communicated to its internal and external stakeholders.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The sustainability task force is responsible for monitoring and tracking the Company's sustainability KPIs. The sustainability task force comprising members from various departments, they ensure that the sustainability strategies and KPIs are effectively communicated and implemented across the Group.</p> <p>The Company also leverages its Annual Report as a key avenue to communicate sustainability strategies, initiatives, and progress to shareholders and stakeholders, demonstrating its commitment to long-term value creation and responsible business practices.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

**Practice 4.3**

The board takes appropriate action to ensure they stay abreast with and understand the sustainability issues relevant to the company and its business, including climate-related risks and opportunities.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board keeps abreast and understand sustainability issues relevant to the Group and its business through regular reporting from its Board Committees and Senior Management.</p> <p>The Risk Management Committee, together with Senior Management, reviews and deliberates on risk areas that may have a significant impact on the sustainability of G3 Group during its quarterly meetings. Besides that, the Audit Committee monitors the progress of the initiatives and internal controls implemented by Management in addressing the sustainability related issues. Pertinent issues will then be communicated to the Board for its attention and further deliberation to ensure the sustainable related risks areas are properly managed mitigated.</p> <p>To strengthen their knowledge and oversight capabilities, the Board and Management had also participated in briefings and training on ESG and sustainability, including topics such as Environmental, Social and Governance (ESG), Climate Change and Sustainability Reporting Frameworks.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

**Practice 4.4**

Performance evaluations of the board and senior management include a review of the performance of the board and senior management in addressing the company's material sustainability risks and opportunities.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	The Nomination Committee has integrated the Environmental, Social and Governance (ESG) considerations and sustainability targets into the Board performance evaluation, supplementing the performance evaluation criteria. This ensures that the Board's performance is aligned not only with strategic and operational goals but also with the Company's sustainability objectives.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

The company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

**Practice 4.5- Step Up**

The board identifies a designated person within management, to provide dedicated focus to manage sustainability strategically, including the integration of sustainability considerations in the operations of the company.

*Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.*

<b>Application</b>	:	Not Adopted
<b>Explanation on adoption of the practice</b>	:	

### Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

### Practice 5.1

The Nomination Committee should ensure that the composition of the board is refreshed periodically. The tenure of each director should be reviewed by the Nomination Committee and annual re-election of a director should be contingent on satisfactory evaluation of the director's performance and contribution to the board.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Nomination Committee ("NC") performed the following during the financial year:</p> <ul style="list-style-type: none"> <li>• Perform annual review of the Board composition to ensure Board continue to function adequately.</li> <li>• Perform an annual assessment on the effectiveness of the Board, Board committees and individual Directors.</li> <li>• Perform an ESG Evaluation Assessment.</li> <li>• Review the term of office and performance of the Audit Committees.</li> <li>• Review the training needs of Directors.</li> </ul> <p>The NC recommends the re-election of retiring Directors based on the outcome of the performance evaluation criteria, which incorporates the Directors' fit and proper criteria as outlined in the Company's Directors' Fit and Proper Policy.</p> <p>This process ensures that Board members continue to possess the required skills, experience, and integrity to effectively contribute to the Company's governance and strategic objectives.</p>
<b>Explanation for departure</b>	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**Intended Outcome**

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

**Practice 5.2**

At least half of the board comprises independent directors. For Large Companies, the board comprises a majority independent directors.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	During the financial year, Independent Non-Executive Directors comprised half of the total Board members, ensuring a balanced and independent perspective in the Board's decision-making processes.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

**Practice 5.3**

The tenure of an independent director does not exceed a cumulative term limit of nine years. Upon completion of the nine years, an independent director may continue to serve on the board as a non-independent director.

If the board intends to retain an independent director beyond nine years, it should provide justification and seek annual shareholders' approval through a two-tier voting process.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	None of independent directors serving the Board beyond 9 years, in line with the principles of the Malaysian Code on Corporate Governance (MCCG) to ensure independence and objectivity in Board deliberations.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

**Practice 5.4 - Step Up**

The board has a policy which limits the tenure of its independent directors to nine years without further extension.

<i>Note: To qualify for adoption of this Step Up practice, a listed issuer must have a formal policy which limits the tenure of an independent director to nine years without further extension i.e. shareholders' approval to retain the director as an independent director beyond nine years.</i>	
<b>Application</b> :	Not Adopted
<b>Explanation on adoption of the practice</b> :	

**Intended Outcome**

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

**Practice 5.5**

Appointment of board and senior management are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender.

Directors appointed should be able to devote the required time to serve the board effectively. The board should consider the existing board positions held by a director, including on boards of non-listed companies. Any appointment that may cast doubt on the integrity and governance of the company should be avoided.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Nominating Committee is delegated with the responsibility of identifying, selecting, assessing and recommending suitable candidates to the Board for appointment as Directors when the need arises. The Nomination Committee and the Board are guided by the Company's Directors' Fit and Proper Policy in the recruitment process as well as in the assessment on the performance of the retiring Directors who are seeking for re-election to ensure that all Directors fulfil the Directors' fit and proper criteria as follows: -</p> <ul style="list-style-type: none"> <li>i. Character and integrity;</li> <li>ii. Experience and competence; and</li> <li>iii. Time and commitment.</li> </ul> <p>For candidates considered for the position of Independent Director, an assessment is conducted to evaluate the independence of the candidates as well as their ability to effectively discharge the responsibilities/functions expected of an Independent Director. This ensures that each appointment upholds the principles of good governance and contributes meaningfully to the Board's oversight and strategic decision-making.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**Intended Outcome**

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

**Practice 5.6**

In identifying candidates for appointment of directors, the board does not solely rely on recommendations from existing board members, management or major shareholders. The board utilises independent sources to identify suitably qualified candidates.

If the selection of candidates was based on recommendations made by existing directors, management or major shareholders, the Nominating Committee should explain why these source(s) suffice and other sources were not used.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board is opened to internal as well as independent sources in its selection and recruitment exercise for appointment of new Directors. The Nomination Committee will perform an objective review and assess on the suitability of the candidate before making recommendation to Board.</p> <p>The new Managing Director, namely Encik Wan Shahinur Izran Bin Mohamad Salleh who was appointed on 2 January 2026 was identified through business network of the Company.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

### Intended Outcome

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

### Practice 5.7

The board should ensure shareholders have the information they require to make an informed decision on the appointment and reappointment of a director. This includes details of any interest, position or relationship that might influence, or reasonably be perceived to influence, in a material respect their capacity to bring an independent judgement to bear on issues before the board and to act in the best interests of the listed company as a whole. The board should also provide a statement as to whether it supports the appointment or reappointment of the candidate and the reasons why.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The particulars of Directors, including those standing for re-election or reappointment, as well as details of their interest, are provided under the section “Directors’ Profile” of the Annual Report. The Annual Report is available on the Company’s corporate website, and a hard copy of the Annual Report will be despatched to shareholders upon request.</p> <p>Shareholders are provided with sufficient notices prior to the general meeting, enabling shareholders to make informed decision before exercising their voting right.</p> <p>The particulars of those individuals who stand for election as Director at an Annual General Meeting (“AGM”) are disclosed in the Statement Accompanying Notice of AGM.</p> <p>In addition, a statement outlining the Board’s justification for supporting the re-election of the Directors retiring at the AGM is provided in the Explanatory Note of the Notice of AGM.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**Intended Outcome**

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

**Practice 5.8**

The Nominating Committee is chaired by an Independent Director or the Senior Independent Director.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	The Nominating Committee is chaired by Dato' Sri Haniff Bin Omar who is an Independent Non-Executive Director.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

**Practice 5.9**

The board comprises at least 30% women directors.

<b>Application</b>	:	Departure
<b>Explanation on application of the practice</b>	:	
<b>Explanation for departure</b>	:	As at 31 December 2025, the Board consists of a woman Independent Non-Executive Director, namely Madam Vasanthi A/P Arumugam. The percentage of woman Director on Board is 16.67%.
		Despite the representation of women on the Board being below 30%, the Board continues to exercise due care to ensure that all decision-making and actions are undertaken objectively and in the best interest of the Company and its shareholders.  In March 2026, the Board appointed an additional female Director, namely YBhg. Datin Rekha A/P Palanysamy as an Independent Non-Executive Director, increasing the representation of women on the Board to 33.33%.
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.
<b>Timeframe</b>	:	Choose an item.

**Intended Outcome**

Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.

**Practice 5.10**

The board discloses in its annual report the company's policy on gender diversity for the board and senior management.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board adopted a Gender Diversity Policy for the Board and Senior Management on 12 August 2024.</p> <p>The Board recognises the benefits of achieving adequate gender diversity at both board and senior management level. The Board will continue its commitment and the effort to implement various appropriate measures and practices to ensure no form of gender discrimination exists in the Group's recruitment processes and overall operations.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

### Intended Outcome

Stakeholders are able to form an opinion on the overall effectiveness of the board and individual directors.

### Practice 6.1

The board should undertake a formal and objective annual evaluation to determine the effectiveness of the board, its committees and each individual director. The board should disclose how the assessment was carried out its outcome, actions taken and how it has or will influence board composition.

For Large Companies, the board engages an independent expert at least every three years, to facilitate objective and candid board evaluation.

<i>Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.</i>	
<b>Application</b>	: Applied
<b>Explanation on application of the practice</b>	: <p>The Board has delegated to the Nomination Committee (“NC”) the duty on annual effectiveness assessment and evaluation of the Board, Board Committees and each individual Director.</p> <p>The process of assessment are as follows:</p> <ul style="list-style-type: none"> <li>▪ The NC annually reviews the Directors’ fit and proper, caliber and personality, and contribution and performance of the individual Directors, the mix of skills, composition and effectiveness of the Board and the Board Committees.</li> <li>▪ The assessment is performed annually and internally facilitated by the Company Secretary. The evaluation is properly documented.</li> <li>▪ The Performance Appraisal Forms are designed with reference to the Company’s Directors’ Fit and Proper Policy and performance evaluation criteria as recommended in the Corporate Governance Guide. The assessment of the independence of the Independent Directors is based on the independence criteria as set out in the Main Market Listing Requirements.</li> <li>▪ The NC has integrated the Environmental, Social and Governance (ESG) considerations and sustainability targets into the Board performance evaluation in addition to the above performance evaluation criteria.</li> <li>▪ Prior to the NC meeting, the respective Performance Appraisal Forms and ESG Evaluation Assessment Forms are circulated to the NC members and all Board members via electronic mail. While the NC evaluates the performance of the Board and Board Committees as a whole, each of the individual Directors will perform self-</li> </ul>

	<p>assessment and comment on their own fit and proper, skill set, contribution and performance.</p> <ul style="list-style-type: none"> <li>▪ The Company Secretary compiles and summarises the performance rating to facilitate the NC’s review.</li> <li>▪ At the NC meeting, the NC reviews and discusses the performance of the Board and Board Committees, and each individual Director as well as their fit and proper to continue serving the Board.</li> </ul> <p>The NC then reports the outcome of the assessments to the Board for its review.</p>	
<p><b>Explanation for departure</b></p>	<p>:</p>	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<p><b>Measure</b></p>	<p>:</p>	
<p><b>Timeframe</b></p>	<p>:</p>	

### Intended Outcome

The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

### Practice 7.1

The board has remuneration policies and procedures to determine the remuneration of directors and senior management, which takes into account the demands, complexities and performance of the company as well as skills and experience required. The remuneration policies and practices should appropriately reflect the different roles and responsibilities of non-executive directors, executive directors and senior management. The policies and procedures are periodically reviewed and made available on the company's website.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Remuneration Committee ("RC") undertakes an annual review of the remuneration packages of the Managing Director, Executive Directors, Non-Executive Directors, and Senior Management, and makes recommendations to the Board.</p> <p>The review is conducted based on, among others, individual's expertise, experience and skills of each director, their roles, their contribution, and performance.</p> <p>The RC is guided by the annual assessment outcome of the Nomination Committee as well as the report of the Managing Director in its review of the remuneration packages.</p> <p>None of the individual Directors, including the Chairman, participates in the discussion and decision relating to their own remuneration.</p> <p>The RC comprises a majority of Independent Directors, ensuring objectivity, independence and transparency in its decision-making process.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	

<b>Timeframe</b> :		
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### Intended Outcome

The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

### Practice 7.2

The board has a Remuneration Committee to implement its policies and procedures on remuneration including reviewing and recommending matters relating to the remuneration of board and senior management.

The Committee has written Terms of Reference which deals with its authority and duties and these Terms are disclosed on the company's website.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board has delegated to the Remuneration Committee ("RC") the responsibility for implementation of its policy and procedures on remunerations in accordance with the RC's Terms of Reference.</p> <p>The RC assists the Board in reviewing the talent management and remuneration strategies of the Board and Senior Management. The RC is also entrusted to review and recommend to the Board the framework or broad policy, including the criteria for assessing the performance of the Board and Senior Management and determining their remuneration.</p> <p>The Remuneration Committee's Terms of Reference is available on the Company's website at  <a href="https://www.g3global.com.my/pdf/TOR/Terms%20of%20Reference%20-%20Remuneration%20Committee.pdf">https://www.g3global.com.my/pdf/TOR/Terms%20of%20Reference%20-%20Remuneration%20Committee.pdf</a></p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**Intended Outcome**

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

**Practice 8.1**

There is detailed disclosure on named basis for the remuneration of individual directors. The remuneration breakdown of individual directors includes fees, salary, bonus, benefits in-kind and other emoluments.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	The remuneration of each of the Directors for the financial year ended 31 December 2025 are disclosed below:

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Dato' Sri Alias Bin Ahmad (resigned on 3 June 2025)	Independent Director	37,500	0	0	0	0	10,000	47,500	0	0	0	0	0	0	0
2	Dato' Sri Aminul Islam Bin Abdul Nor	Executive Director	0	0	360,000	0	0	47,835.60	407,835.60	0	0	0	0	0	0	0
3	Kunal Tayal	Non-Executive Non-Independent Director	75,000	0	0	0	0	15,000	90,000	0	0	0	0	0	0	0
4	Dato' Dr. Salihin Bin Abang (resigned on 1 January 2026)	Independent Director	75,000	0	0	0	0	15,000	90,000	0	0	0	0	0	0	0
5	Al-Fazirul David Bin Abdullah (resigned on 31 December 2025)	Executive Director	0	0	480,000	0	0	63,376.10	543,376.10	0	0	0	0	0	0	0
6	Vasanthi a/p Arumugam	Independent Director	37,000	0	0	0	0	5,000	42,500	0	0	0	0	0	0	0
7	Dato' Sri Haniff Bon Omar (appointed on 9 June 2025)	Executive Director	52,500	0	0	0	0	7,000	59,500	0	0	0	0	0	0	0
8	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
9	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
10	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
11	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
12	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

13	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
14	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
15	Input info here	Choose an item.	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

**Intended Outcome**

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

**Practice 8.2**

The board discloses on a named basis the top five senior management's remuneration component including salary, bonus, benefits in-kind and other emoluments in bands of RM50,000.

<b>Application</b>	:	Departure
<b>Explanation on application of the practice</b>	:	
<b>Explanation for departure</b>	:	<p>The Board is of the opinion that disclosure of Senior Management's remuneration on a named basis is not appropriate, taking into consideration concern relating to privacy, security and retention of Senior Management. Such disclosure may also give rise to potential internal sensitivities and conflicts among Senior Management.</p> <p>The Board ensures that Senior Management's remuneration is aligned with both the Company's performance and individual's performance, and is commensurate with their scope of responsibilities. The remuneration packages are also structured to be competitive and sufficient to attract, retain, and motivate employees.</p>
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.
<b>Timeframe</b>	:	Choose an item.

No	Name	Position	Company					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
2	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
3	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
4	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.
5	Input info here	Input info here	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.	Choose an item.

**Intended Outcome**

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the company's performance.

**Practice 8.3 - Step Up**

Companies are encouraged to fully disclose the detailed remuneration of each member of senior management on a named basis.

<b>Application</b>	:	Not Adopted
<b>Explanation on adoption of the practice</b>	:	

No	Name	Position	Company ('000)					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
2	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
3	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
4	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here
5	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here	Input info here

**Intended Outcome**

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations.  
The company's financial statement is a reliable source of information.

**Practice 9.1**

The Chairman of the Audit Committee is not the Chairman of the board.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board and Audit Committee are chaired by different individual.</p> <p>The Chairman of the Board is Dato' Sri Haniff Bin Omar.</p> <p>During the financial year ended 31 December 2025, the Audit Committee was chaired by YBhg. Dato (Dr.) Haji Salihin Bin Abang. After his resignation in January 2026, YBhg. Datin Rekha a/p Palanysamy was appointed in March 2026 as the Audit Committee's Chairman.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations.  
The company's financial statement is a reliable source of information.

**Practice 9.2**

The Audit Committee has a policy that requires a former partner of the external audit firm of the listed company to observe a cooling-off period of at least three years before being appointed as a member of the Audit Committee.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	It is the policy of the Company not to appoint a former partner of the Company's external audit firm as a member of the Audit Committee.  Currently, none of the members of the Audit Committee is a former partner of the Group's external audit firm.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

**Practice 9.3**

The Audit Committee has policies and procedures to assess the suitability, objectivity and independence of the external auditor to safeguard the quality and reliability of audited financial statements.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Audit Committee is responsible for conducting an annual assessment of the competency and independence of the external auditors before its recommendation on their re-appointment to the Board. The Board will then seek the shareholders' approval for the re-appointment at the Annual General Meeting.</p> <p>The Audit Committee assesses the performance, and competence and quality of service, suitability and independence of the external auditors. It also evaluates whether the external auditors have exercised professionalism and perform a quality audit based on the effectiveness of their communications and interactions with the Audit Committee during the course of the audit.</p> <p>The external auditors are required to annually declare their independence in accordance with the By-Laws issued by the Malaysian Institute of Accountants. Throughout their engagement and during the conduct of the audit, the external auditors have consistently confirmed their independence.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**Intended Outcome**

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations.  
The company's financial statement is a reliable source of information.

**Practice 9.4 - Step Up**

The Audit Committee should comprise solely of Independent Directors.

<b>Application</b> :	Not Adopted
<b>Explanation on adoption of the practice</b> :	

**Intended Outcome**

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations. The company's financial statement is a reliable source of information.

**Practice 9.5**

Collectively, the Audit Committee should possess a wide range of necessary skills to discharge its duties. All members should be financially literate, competent and are able to understand matters under the purview of the Audit Committee including the financial reporting process.

All members of the Audit Committee should undertake continuous professional development to keep themselves abreast of relevant developments in accounting and auditing standards, practices and rules.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>As of 31 December 2025, the Audit Committee was chaired by YBhg. Dato (Dr.) Haji Salihin Bin Abang who is a registered member of the Malaysian Institute of Accountants (MIA). He is also a past President of the Malaysian Institute of Accountants (MIA). His professional qualifications include Chartered Accountant [C.A.(M)], ASEAN Chartered Professional Accountant (ACPA), Fellow member of the Association of International Accountants (FAIA, UK), Fellow member of Chartered Tax Institute of Malaysia (FCTIM), a member of the Financial Planning Association of Malaysia (FPAM), Malaysian Association of Tax Accountants (MATA) and an honorary member of the Institute of Cooperative and Management Auditors (ICMA).</p> <p>The Audit Committee's new Chairman, YBhg. Datin Rekha A/P Palanysamy is a registered member of the Malaysian Institute of Accountants (MIA).</p> <p>In addition, Mr. Kunal Tayal who is a member of the Audit Committee is a Chartered Accountant. He is a registered member of Institute of Chartered Accountants of India and Malaysian Institute of Accountants (MIA). He is one of the foundering members of the Malaysian Chapter of The Institute of Chartered Accountants of India (MICA), an association of accountants as specified in Part II of the First Schedule of the Accountants Act 1967.</p>
<b>Explanation for departure</b>	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		

<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

**Practice 10.1**

The board should establish an effective risk management and internal control framework.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Group has in place an effective risk management and internal control framework to identify, assess and manage the risks faced by the Group as well as to implement and monitor appropriate internal controls to manage and mitigate those risks.</p> <p>The Board has delegated the oversight of risk management and internal control to the Risk Management Committee and Audit Committee which are supported by an external risk management consultant and internal audit company.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

**Practice 10.2**

The board should disclose the features of its risk management and internal control framework, and the adequacy and effectiveness of this framework.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board considers risk management as an integral part of the Group's business operations. The Group maintains an ongoing process of identifying, evaluating and managing significant risks that may impact its operations. The internal audit function reviews the effectiveness of these processes and recommends the appropriate actions to be taken to address any significant weaknesses identified.</p> <p>The Board is satisfied that the existing system of risk management and internal control are adequate and effective.</p> <p>They key features of the Group's Risk Management Framework are outlined in the Statement on Risk Management and Internal Control, as presented in the Annual Report 2025.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**Intended Outcome**

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

**Practice 10.3 - Step Up**

The board establishes a Risk Management Committee, which comprises a majority of independent directors, to oversee the company's risk management framework and policies.

<b>Application</b>	:	Adopted
<b>Explanation on adoption of the practice</b>	:	The Board set up a Risk Management Committee in 2017 which comprises majority of Independent Directors, to oversee the Company's risk management framework and policies.

**Intended Outcome**

Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

**Practice 11.1**

The Audit Committee should ensure that the internal audit function is effective and able to function independently.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	The Group's internal audit function is outsourced to an independent professional firm, Axcelasia Sdn Bhd which reports directly to the Audit Committee in monitoring risks and evaluating the effectiveness of the internal control framework. The internal audit work plan, which aligned with the risk profile of the Group's major business pillars, is reviewed and approved by the Audit Committee.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

## Intended Outcome

Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

## Practice 11.2

The board should disclose–

- whether internal audit personnel are free from any relationships or conflicts of interest, which could impair their objectivity and independence;
- the number of resources in the internal audit department;
- name and qualification of the person responsible for internal audit; and
- whether the internal audit function is carried out in accordance with a recognised framework.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>During the financial ended 31 December 2025, the Internal Audit Function is outsourced to an independent professional firm, Axcelasia Sdn Bhd. The engagement is free from any relationships or conflicts of interest, that could compromise their objectivity and independence.</p> <p>The number of staff deployed for the internal audit reviews ranges from 4 staffs per visit including the Engagement Partner. The staff involved in the internal audit reviews possess professional qualifications and/or a university degree. Certain staff are members of the Institute of Internal Auditors Malaysia. The Engagement Executive Director is Mr. Chang Ming Chew (“Mr. Chang”) who has diverse professional experience in internal audit, risk management and corporate governance advisory. He is a Professional Member of the Institute of Internal Auditors Malaysia, a member of the Malaysian Institute of Accountants and a member of the Association of Chartered Certified Accountants, United Kingdom. Mr. Chang is a Certified Information Systems Auditor (CISA), Certified Internal Auditor (USA) and has a Certification in Risk Management Assurance (USA).</p> <p>Further details on the Internal Audit Function are provided in the Statement on Risk Management and Internal Control in the Annual Report 2025.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	

<b>Timeframe</b>	:		
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**Intended Outcome**

There is continuous communication between the company and stakeholders to facilitate mutual understanding of each other's objectives and expectations.

Stakeholders are able to make informed decisions with respect to the business of the company, its policies on governance, the environment and social responsibility.

**Practice 12.1**

The board ensures there is effective, transparent and regular communication with its stakeholders.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board is responsible for reporting to shareholders and ensuring accountability to the stakeholders.</p> <p>The Board ensures that all disclosure requirements as set out in the Listing Requirements are duly complied with through timely announcements. Financial reports and statements, news releases, presentations, corporate governance documents and other relevant information made readily accessible to shareholders via the Company's corporate website.</p> <p>The Board values open dialogue with investors as an effective means of communication, allowing the Board and management to convey information regarding the Group's performance, corporate strategy and other matters affecting shareholders' interest.</p> <p>In addition, Annual General Meetings are properly conducted in accordance with regulatory requirements and MCCG.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**Intended Outcome**

There is continuous communication between the company and stakeholders to facilitate mutual understanding of each other's objectives and expectations.

Stakeholders are able to make informed decisions with respect to the business of the company, its policies on governance, the environment and social responsibility.

**Practice 12.2**

Large companies are encouraged to adopt integrated reporting based on a globally recognised framework.

<b>Application</b>	:	Not applicable – Not a Large Company	
<b>Explanation on application of the practice</b>	:		
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

**Practice 13.1**

Notice for an Annual General Meeting should be given to the shareholders at least 28 days prior to the meeting.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Company has been practising issued the Notice of Annual General Meeting (“AGM”) to shareholders more than 28 days prior to the meeting. Apart from that, the Board ensures that the venue and timing of meeting are appropriate and undertake measures to encourage shareholders’ participation at the meetings.</p> <p>The Notice of AGM provides the relevant information pertaining to each Agenda to facilitate shareholders’ understanding and evaluation of the resolution and make informed decisions. The Board ensure that all information and explanatory notes included in the Notice of AGM are comply with the Listing Requirements and MCGG.</p>	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

**Practice 13.2**

All directors attend General Meetings. The Chair of the Audit, Nominating, Risk Management and other committees provide meaningful response to questions addressed to them.

<b>Application</b>	:	Departure	
<b>Explanation on application of the practice</b>	:		
<b>Explanation for departure</b>	:	At the Company's 2025 Annual General Meeting ("AGM"), two of the Directors were unable to attend the AGM due the scheduling conflict and a family's emergency.	
		Nevertheless, the remaining Board members, including the Managing Directors, were present and adequately addressed all questions raised by the shareholders, including those posed by the representative of the Minority Shareholders Watch Group (MSWG).	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.	
<b>Timeframe</b>	:	Choose an item.	

**Intended Outcome**

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

**Practice 13.3**

Listed companies should leverage technology to facilitate–

- voting including voting in absentia; and
- remote shareholders' participation at general meetings.

Listed companies should also take the necessary steps to ensure good cyber hygiene practices are in place including data privacy and security to prevent cyber threats.

<b>Application</b>	:	Departure	
<b>Explanation on application of the practice</b>	:		
<b>Explanation for departure</b>	:	The 2025 Annual General Meeting (“AGM”) of the Company was conducted on a fully physical basis.	
	:	The AGM was conducted on a fully physical basis in accordance with the mandate of the Securities Commission Malaysia, which allows public listed companies to hold their AGMs and Extraordinary General Meetings (EGMs) either on a hybrid or physical basis, effective from 1 March 2025.  The Board was of the view that a fully physical AGM enables more effective face-to-face communication while remaining cost-efficient.	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.	
<b>Timeframe</b>	:	Choose an item.	

### Intended Outcome

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

### Practice 13.4

The Chairman of the board should ensure that general meetings support meaningful engagement between the board, senior management and shareholders. The engagement should be interactive and include robust discussion on among others the company's financial and non-financial performance as well as the company's long-term strategies. Shareholders should also be provided with sufficient opportunity to pose questions during the general meeting and all the questions should receive a meaningful response.

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.</i>	
<b>Application</b> :	Applied
<b>Explanation on application of the practice</b> :	<p>The Board Chairman who presided over the Company's Annual General Meeting ("AGM") has always ensured a meaningful engagement between the Board, Senior Management and the shareholders during the AGM.</p> <p>During the 2025 AGM, the Chairman ensured that the Executive Director and Managing Director were present at the AGM to facilitate effective interaction with shareholders. Shareholders are provided with sufficient time to raise questions and to express their views on the Company's financial and non-financial performance, key projects, and overall strategy.</p>
<b>Explanation for departure</b> :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
<b>Measure</b> :	
<b>Timeframe</b> :	

**Intended Outcome**

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

**Practice 13.5**

The board must ensure that the conduct of a virtual general meeting (fully virtual or hybrid) support meaningful engagement between the board, senior management and shareholders. This includes having in place the required infrastructure and tools to support among others, a smooth broadcast of the general meeting and interactive participation by shareholders. Questions posed by shareholders should be made visible to all meeting participants during the meeting itself.

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.</i>	
<b>Application</b> :	Not applicable – only physical general meetings were conducted in the financial year
<b>Explanation on application of the practice</b> :	
<b>Explanation for departure</b> :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
<b>Measure</b> :	
<b>Timeframe</b> :	

**Intended Outcome**

Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at General Meetings.

**Practice 13.6**

Minutes of the general meeting should be circulated to shareholders no later than 30 business days after the general meeting.

<i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i>		
<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	The minutes of the Annual General Meeting held in 2025 were published on the Company's website within the stipulated time.
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES PURSUANT  
CORPORATE GOVERNANCE GUIDELINES ISSUED BY BANK NEGARA MALAYSIA**

*Disclosures in this section are pursuant to Appendix 4 (Corporate Governance Disclosures) of the Corporate Governance Guidelines issued by Bank Negara Malaysia. This section is only applicable for financial institutions or any other institutions that are listed on the Exchange that are required to comply with the above Guidelines.*

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