



ATRIUM REIT MANAGERS SDN BHD
FIT AND PROPER POLICY

Table of Contents

1.	The Board.....	1
2.	The Directors' Fit and Proper Criteria	1
A.	Character and Integrity.....	1
i)	Probity.....	1
ii)	Personal integrity	2
iii)	Financial integrity	2
iv)	Reputation.....	2
B.	Experience and Competence	2
i)	Qualification, training and skills.....	2
ii)	Relevant experience and expertise	3
iii)	Relevant past experience or track record	3
C.	Time and Commitment	3
i)	Ability to discharge role having regard to other commitments.....	3
ii)	Participation and contribution in the Board or track record.....	3

1. The Board

- 1.1 The Board of Directors (“the Board”) of Atrium REIT Managers Sdn Bhd (“the Manager”) has adopted a Fit and Proper policy (“The Policy”) for the appointment of Directors and Senior Management, including the appointment CMSRL¹ holder.
- 1.2 This Policy will enhance the governance of the Manager in relation to the appointment of the Board’s and Senior Management’s quality and integrity, as well as to ensure that they have the character, experience, integrity, competence, time and commitment to effectively discharge their respective roles and responsibilities.
- 1.3 The Board has delegated the responsibilities to Nominating Committee who shall ensure that the fit and proper criteria on the appointment of Directors and Senior Management of the Manager set out in Paragraph 2 are applied on a continuing basis.
- 1.4 The Board and the Nominating Committee shall conduct a fit and proper assessment prior to the appointment and re-election of any candidate as a Director or/ and Senior Management.
- 1.5 Words denoting any gender include all genders.

2. The Fit and Proper Criteria

The assessment procedures (*applied to both directors and Senior Management, unless stated otherwise*) shall be in a form of due diligence taking into account the following fit and proper criteria conducted by the Nominating Committee and declarations by each individual candidate that:

A. Character and Integrity

i) Probity

- he is compliant with legal obligations, regulatory requirements and professional standards; and
- he has not been obstructive, misleading or untruthful in dealings with regulatory bodies or a court of law.

¹ CMSRL - Capital Markets Services Representative's Licence (CMSRL) is a mandatory license in Malaysia for individuals carrying out regulated activities under the Capital Markets and Services Act 2007 on behalf of a licensed principal.

ii) Personal integrity

- he has not perpetrated or participated in any business practices which are deceitful, oppressive, improper (whether lawful or not), or which otherwise reflect discredit on his professional conduct;
- his service contract (i.e. in the capacity of management or director) had not been terminated in the past due to concerns on personal integrity; and
- he has not abused other positions (i.e. political appointment or connections) to facilitate government relations for the company in a manner that contravenes the principles of good governance.

iii) Financial integrity

- he manages personal debts or financial affairs satisfactorily and with good financial standing; and
- he demonstrates ability to fulfil personal financial obligations as and when they fall due.

iv) Reputation

- he is of good repute in the financial and business community;
- he has not been the subject of civil or criminal proceedings or enforcement action, in managing or governing an entity for the past 10 years; and
- he has not been substantially involved in the management of a business or company which has failed (including GN3/PN17 company or company reporting financial irregularities), where that failure has been occasioned in part by deficiencies in that management.

B. Experience and Competence

i) Qualification, training and skills

- he possesses education qualification that is relevant to the skill set that the Director is earmarked to bring to bear onto the boardroom (i.e. a match to the Board skill set matrix);
- he has a considerable understanding on the workings of a corporation;
- he possesses general management skills as well as understanding of corporate governance and sustainability issues;
- he keeps knowledge current based on continuous professional development; and

- he possesses leadership capabilities and a high level of emotional intelligence.

ii) Relevant experience and expertise

he possesses relevant experience and expertise with due consideration given to past length of service, nature and size of business, responsibilities held, number of subordinates as well as reporting lines and delegated authorities.

iii) Relevant past experience or track record

- he had a career of a senior management or high-level position in a comparable organisation, and was accountable for driving or leading the organisation's governance, business performance or operations; and
- he possesses commendable past performance record or experience which is relevant to the real estate sector that Atrium REIT is involved in.

C. Time and Commitment

i) Ability to discharge role having regard to other commitments

- he is able to devote time as a Board member, having factored other outside obligations including existing board positions held by the Director in other listed issuers (having regard to his past board attendance records) and non-listed entities (including not-for-profit organisations).

ii) Participation and contribution in the Board or track record

- he demonstrates willingness to participate actively in Board activities;
- he demonstrates willingness to devote time and effort to understand the businesses and exemplifies readiness to participate in events outside the boardroom;
- he brings his past experience and knowledge to help advise, develop and improve a company's mission, strategy, operations, etc., in his role as a Director;
- he manifests passion in the vocation of a Director;
- he exhibits ability to articulate views independently, objectively and constructively; and

- he exhibits open mindedness to the views of others and ability to make considered judgment after hearing the views of others.

This **Policy** was adopted by the Board on 29 July 2026 and is made available on the Manager's website at www.atriumreit.com.my

FIT AND PROPER DECLARATION CHECKLIST

Independent Non-Executive Director/ Executive Director/ CMSRL¹ holder/ Senior Management
(delete whichever is not applicable)

I,(Name)

..... (NRIC No)

Do hereby solemnly affirm and declare the following:

No.	Criteria	Yes	No
Probity, Personal Integrity and Reputation			
1.	I have not been the subject of any proceedings of a disciplinary or criminal nature, or has not been notified of any impending proceedings or of any investigations, which might lead to such proceedings;		
2.	I have not contravened any provision made by or under any written law designed to protect members of the public against financial loss due to dishonesty, incompetence or malpractice;		
3.	I have not contravened any of the requirements and standards of a regulatory body, professional body, government or its agencies, within Malaysia or elsewhere;		
4.	I have not convicted of an offence whether within or outside Malaysia in respect of banking, securities and insurance laws;		
5.	I or any business in which I have a controlling interest or exercise significant influence, have not been investigated, disciplined, suspended or reprimanded by a regulatory or professional body, a court or tribunal;		
6.	I have not been engaged in any business practices which are deceitful, oppressive or otherwise improper (whether unlawful or not), or which otherwise reflect discredit on my professional conduct;		
7.	I have not been dismissed, asked to resign or has resigned from employment or from a position of trust, fiduciary appointment or similar position because of questions about my honesty and integrity;		
8.	I have not been associated, in ownership or management capacity, with a company, partnership or other business association that has been refused registration, authorisation, membership or a licence to conduct any trade, business or profession, or has had that registration, authorisation, membership or licence revoked, withdrawn or terminated;		
9.	I have not held a position of responsibility in the management of a business that has gone into receivership, insolvency, or involuntary liquidation while I was connected with that business;		
10.	I have not been a director of, or directly concerned in the management of, any corporation which is being or has been wound up by a court or other authority competent to do so within or outside Malaysia, or of any licensed institution, the licence of which has been revoked under any written law;		
10.	I have not in the past, acted unfairly or dishonestly in my dealings with my customers, employer, auditors and regulatory authorities;		
11.	I have not been convicted, whether within or outside Malaysia, of any offence involving fraud or other dishonest act or violence, or there are any proceedings now pending that may lead to a conviction of any offence, involving bribery, fraud, dishonesty, mismanagement of an entity or		

¹ CMSRL - Capital Markets Services Representative's Licence

No.	Criteria	Yes	No
	violence;		
12.	I have not at any time fail to comply with legal, regulatory and professional requirements and standards, including compliance with tax requirements and obligations;		
13.	I have not contributed significantly to the failure of an organisation or a business unit;		
14.	I have not at any time, shown strong objection or a lack of willingness to maintain effective internal control systems and risk management practices;		
15.	I do not have any business or other relationship which could materially pose a conflict of interest or interfere with the exercise of my judgement when acting in the capacity of a _____ of Atrium REIT Managers Sdn Bhd which would be disadvantageous to Atrium REIT Managers Sdn Bhd or Atrium REIT's interest;		
Financial Integrity			
19.	I am and will be able to fulfil my financial obligations, whether in Malaysia or elsewhere, as and when they fall due.		
20.	I have not been the subject of a judgement debt which is unsatisfied, either in whole or in part, whether in Malaysia or outside Malaysia.		
21.	I am not an undischarged bankrupt whether within or outside Malaysia.		

If you have ticked "No" in any of the criteria above, please provide detailed explanation on each of the criteria.

.....

(signature)

Name:

Date: