CORPORATE GOVERNANCE REPORT

STOCK CODE	**:**	7208
COMPANY NAME	**:**	EURO HOLDINGS BERHAD
FINANCIAL YEAR	**:**	June 30, 2026

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.

Application	:	Applied	
Explanation on application of the practice	:	The Board of Directors ("Board") is collectively responsible for promoting the success of the Company by directing and supervising its affairs. The key responsibilities include the primary responsibilities prescribed under the Malaysian Code on Corporate Governance ("MCCG"). These cover a review of the strategic direction for the Company and overseeing the business operations of the Company, evaluating whether these are being properly managed. The basic responsibility of the Directors is to exercise their business judgement to act in what they reasonably believe to be in the best interests of the Company and its shareholders. The Board retains full and effective control over the affairs of the Company. This includes responsibility for determining the Company's development and overall strategies direction. Details of Board's duties and responsibilities are set out in the Company's Board Charter.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	The Chairman of the Company is Lt Gen (R) Dato' Sri Sabri Bin Adam who was appointed since 25 February 2022. As the Chairman of the Board, Lt Gen (R) Dato' Sri Sabri leads the Board with a keen focus on governance and compliance, and act as a facilitator at the Board meetings to ensure none of the Board members dominates the discussion.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied
Explanation on application of the practice	:	The positions of Chairman and Group Managing Director of the Company are held by separate individuals to ensure a continuing check and balance, enhancing transparency and accountability at the Board and top management level. The position of Chairman is currently held by Lt Gen (R) Dato' Sri Sabri bin Adam who is responsible for orderly conduct and function of the Board while the Group Managing Director, Datin Sri Ong Lely is responsible for the management of the Group's businesses and overseeing the day-to-day operations. The details of the roles and responsibilities of the Chairman and the Group Managing Director are clearly defined in the Group's Board Charter which is published on the Company's website at www.euroholdings.com.my.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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

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'.			
Application	:	Applied	
Explanation on application of the practice	:	Chairman of the Board, Lt Gen (R) Dato' Sri Sabri bin Adam is not a member of the Audit Committee, Nomination Committee or Remuneration Committee.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied
Explanation on application of the practice	:	The Company Secretaries of the Company are Mr Tan Tong Lang (MAICSA 7045482/SSM PC No.202208000250) and Ms. Thien Lee Mee (LS0010621/ SSM PC No. 201908002254). Every Director has unrestricted access to the advice and services of the Company Secretaries to ensure the effective functioning of the Board. The Company Secretaries have provided and assisted the Board, Board Committees and/or individual Directors on matters including but not limited to Board procedures, legislations, rules and regulations, codes and guidelines. The Board is also regularly updated and advised by the Company Secretaries on the latest statutory and regulatory requirements and the resultant implications to the Company and Directors in relation to their duties and responsibilities. The Company Secretaries have kept themselves abreast with the development and new changes in relation to any legislation and regulations concerning the corporate administration and highlighted the same to the Board accordingly. The Company Secretaries attended all Board and Board Committee meetings and ensured that meetings were properly convened and that accurate and proper records of the proceedings and resolutions passed were taken and recorded accordingly. The Board recognises that the Company Secretaries are suitably qualified and capable of carrying out the duties required and are satisfied with the service and support rendered by the Company Secretaries in discharging their functions.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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.

Application	:	Applied	
Explanation on application of the practice	:	The Board has full and timely access to all information as the Board papers are usually distributed seven (7) days in advance of all meetings. This ensures Directors are properly briefed and are provided with sufficient time to review the information provided and seek further clarifications, where necessary. The Board papers include the minutes of previous Board meeting, minutes of meetings of all Committees of the Board and reports relevant to theissues of the meetings. The deliberations and decisions at Board and Board Committee meetings are well documented in the minutes, including matters where Directors abstained from voting or deliberation.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	The Board is guided by its Board Charter which sets out the roles, responsibilities and processes of the Board in discharging its duties effectively. The Board Charter is reviewed annually to keep it up to date with changes in regulations and best practices and ensure its effectiveness and relevance to the Board's objectives. The Board Charter is accessible on the Company's website at www.euroholdings.com.my.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	The Directors observe the code of ethics in accordance with the Company Directors' Code of Conduct and ensure that the Board members, employees, and third parties who perform work or services for the Group act ethically and remain above board at all times. The Code of Conduct is set out in the Board Charter, which is accessible on the Company's website at www.euroholdings.com.my.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	The Board has established the Whistleblowing Policy with the objective to facilitate disclosure of any alleged improper conduct in: • support of the Company's values; • ensuring protection for Company's employees and members of the public, who report such concerns without fear; and • a transparent and confidential process. The Company's Whistleblowing Policy is accessible on the Company's website at www.euroholdings.com.my.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	We recognise the importance of establishing a robust sustainability governance and leadership framework to effectively drive the sustainability agenda at Euro. Our governance structure has been designed to facilitate the integration of sustainability principles into all aspects of our business operations and decision-making processes. The Board of Directors is ultimately responsible for the Group's strategic direction on sustainability while being supported by the Risk Management & Environmental, Social and Governance Committee ("RMESGC").	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	The practices have been adopted and incorporated into the Company's Sustainability Statement, as disclosed in the Company's annual report.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	The Board is cognisant that Directors are expected to have a strong understanding and be able to engage in rigorous discourse with Management in addressing sustainability-related risks. In other words, a future-ready Director is one who can understand sustainability matters intimately. Directors are not expected to be sustainability-focused experts, but adequate sustainability competence is crucial to addressing material sustainability risks and providing guidance on sustainability-related matters. To this end, the Board members keep themselves apprised of contemporaneous and relevant sustainability developments by way of formal training, including webinars, presentation of updates, structured reading, and discussions. The Board is committed to staying abreast with sustainability issues associated with the ever-evolving operating environment relevant to its business, including climate and supply-chain risks, integrating a circular economy, supporting labour rights, utilising renewable energy and others. This may include but is not limitedto internal and external training and development programmes to be provided for the Board, as well as guidance and standards released.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	A detailed study has been conducted to develop the criteria for the performance evaluations of the Board and Management in addressing the material sustainability risks and opportunities. For the Board, the performance evaluation in addressing the material sustainability risks and opportunities has been incorporated into the annual performance evaluation.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.		
Application	:	Not Adopted
Explanation on adoption of the practice	:	

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.

Application	:	Applied	
Explanation on application of the practice	:	The Nomination and Remuneration Committee, with the assistance of the Company Secretaries, conducts annual evaluation covering the effectiveness of the Board, Board Committees and individual Directors. Independent Directors were also assessed on their independence. Results of the evaluation and assessment, including Directors' self-assessment were presented to the Nomination and Remuneration Committee and the Board. Based on the evaluation results, the Nomination and Remuneration Committee was satisfied with the performance of the Board and Board Committee as a whole, as well as on an individual basis. The Board and Board Committee composition fulfilled the criteria required, possessing the right blend of knowledge, experience, and the appropriate mix of skills.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	The Board comprises seven (7) members, two (2) of whom are Executive Directors, one (1) Non-Independent and Non-Executive Director and four (4) are Independent Non-Executive Directors. The Board is, therefore, in compliance with Paragraph 15.02 of the MMLR of Bursa Securities, which requires that at least two (2) directors or one-third (1/3) of the board of directors of a listed issuer, whichever is the higher, are independent directors and is also in compliance with Practice 5.2 of the Code which recommended at least half the Board to comprise independent directors.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied -Annual shareholders' approval for independent directors serving beyond 9 years	
Explanation on application of the practice	:	It is the present policy of the Company that the tenure of an Independent Director shall not exceed a cumulative term of nine (9) years. Upon completion of the nine (9) years, the Independent Director shall redesignated as Non-Independent Non-Executive Director unless the Board retains him as a Non-Independent Director. This is in compliance with practice 5.3. However, the Board may, in exceptional cases and subject to the assessment of the NRC on an annual basis, recommend for an Independent Director who has served for a consecutive or cumulative term of nine (9) years or more to remain as an Independent Director subject to Shareholders' approval through a two-tier voting process. To justify retaining an independent director beyond the term limit of nine years, we will undertake a rigorous review to determine whether the "independence" of the Director has been impaired. Findings from the NRC's review will be disclosed to the shareholders for them to make an informed decision. se provide an explanation on how the practice is being applied.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

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.		
Application	:	Not Adopted
Explanation on adoption of the practice	:	

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.

Application	:	Applied	
Explanation on application of the practice	:	The Board acknowledges the importance of diversity in terms of skills, experience, age, gender, cultural background and ethnicity and recognises the benefits of diversity at leadership and employee level. The Nomination and Remuneration Committee considers diversity generally when making appropriate appointments to the Board and senior management, taking into consideration relevant skills, ethnicity, age, experience and knowledge. The Company will work towards this objective as and when vacancies arise, and suitable candidates are identified. The primary responsibility in new appointments must always be to select the best candidate available. The Directors are committed to act in the best interest of the Company and have devoted sufficient time to serve the Board.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied
Explanation on application of the practice	:	In searching for suitable candidates, the Nomination and Remuneration Committee is open to referrals from external source available, such as industry and professional association, as well as independent search firms. Nevertheless, the Nomination and Remuneration Committee may receive suggestion from the existing Board members, Management, and major shareholders. Prior to the appointment of a Director, the proposed appointee is required to disclose any other business interests that may result in a conflict in relation to the Group, and shall be required to report any future business interests which may develop post-appointment, that could result in a conflict of interest. The Nomination and Remuneration Committee annually reviews the composition of the Board and makes recommendations to the Board accordingly, keeping in mind the needs of current and future requirements of the Company. The appointment of Directors to the Board is conducted formally and transparently through assessment by the Nomination and Remuneration Committee based on merits, skills, and experience required. The Nomination and Remuneration Committee and the Board are satisfied with the current size of the Board and with the mix of qualifications, skills & experience of its Board members.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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.

Application	:	Applied	
Explanation on application of the practice	:	The Nomination and Remuneration Committee conducts annual evaluation covering the effectiveness of the Board, Board Committees and individual Directors. The Nomination and Remuneration Committee, upon conclusion of the evaluation, was satisfied that the Board and Board Committee composition had fulfilled the criteria required, possess a right blend of knowledge, experience and the appropriate mix of skills. Independent Directors were also assessed on their independence. Result of the evaluation and Director's self-assessment were presented to the Nomination and Remuneration Committee and Board.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	The Nomination and Remuneration Committee was established with clearly defined Terms of Reference and is chaired by Datuk Haji Azmi Bin Hussain, who is the Independent Director.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	Three (3) out of seven (7) Directors are women, representing 42.8% of the total. This composition is higher at the 30% threshold.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The Company does not practice any form of gender, ethnicity and age group bias as all candidates, either Board or Senior Management team, shall be given fair and equal treatment. The Board believes that there is no detriment to the Company in not adopting a formal gender, ethnicity and age group diversity policy as the Company is committed to providing fair and equal opportunities and nurturing diversity within the Group. Notwithstanding the above, the Board affirms its commitment to boardroom diversity as a genuinely diversified board can enhance the board's effectiveness, perspective, creativity, and capacity to thrive in good times and to weather the tough times. In identifying suitable candidates for appointment to the Board, the Nomination Committee and Remuneration Committee will consider candidates on merit against objective criteria and with due regard for the benefits of diversity on the Board.	
		For any vacant Board position in the future, the Board will consider identifying suitably qualified woman candidates in line with the recommendation of the Malaysian Code on Corporate Governance when sourcing suitable candidates.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	Please explain the measure(s) the company has taken or intend to take to adopt the practice.	
Timeframe	:	Choose an item.	

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.

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.			
Application	:	Applied	
Explanation on application of the practice	:	The Nomination and Remuneration Committee, with the assistance of the Company Secretaries, conducts annual evaluations covering the effectiveness of the Board, Board Committees and individual Directors. Independent Directors were also assessed on their independence. Results of the evaluation and assessment, including Directors' self-assessment were presented to the Nomination and Remuneration Committee and the Board. Based on the evaluation results, the Nomination and Remuneration Committee was satisfied with the performance of the Board and Board Committee as a whole, as well as on an individual basis. The Board and Board Committee composition had fulfilled the criteria required, possess the right blend of knowledge, experience and the appropriate mix of skills.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application :	Applied	
Explanation on application of the practice :	The Board authorised the Nomination and Remuneration Committee to establish a formal and transparent procedure for developing remuneration policy and fixing the remuneration packages of individual Directors. The determination of the remuneration for Non-Executive Directors is a matter of the Board as a whole. The level of remuneration for non-executive directors reflects the amount paid by other comparable organisations, adjusted for the experience and levels of responsibilities undertaken by the particular Non-Executive Directors concerned. The remuneration package of Non-Executive Directors will be a matter to be deliberated by the Board, with the Director concerned abstaining from deliberations and voting on deliberations in respect of his individual remuneration. In addition, the Company also reimburses reasonable out-of-pocket expenses incurred by all the Non-Executive Directors in the course of their duties as Directors of the Company. The aggregate annual Directors' fees and other benefits payable are to be approved by shareholders at the Annual General Meeting based on recommendations of the Board.	
Explanation for departure :		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

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.

Application	:	Applied	
Explanation on application of the practice	:	The Board has a Nomination and Remuneration Committee in place, which is comprised of non-executive directors. The Remuneration Committee's responsibilities include reviewing the remuneration packages, reward structure and fringe benefits applicable to Board and Senior Management and making the appropriate recommendations to the Board. The Terms of Reference of the Nomination and Remuneration Committee are accessible on the Company's website at www.euroholdings.com.my.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied
Explanation on application of the practice	:	The table below sets out the details of each individual Director's remuneration for the financial year ended 2026.

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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	Lt Gen (R) Dato' Sri Sabri bin Adam	Independent Director	30	4	-	-	-	-	34	30	4	-	-	-	-	34
2	Datuk Lim Sze Way	Executive Director	-	4.5	-	-	-	-	4.5	-	4.5	343.2	-	-	-	347.7
3	Datin Sri Ong Lely	Executive Director	-	4.5	-	-	-	-	4.5	-	4.5	390	-	-	-	394.5
4	Tan Poh Ling	Non-Executive Non-Independent Director	30	4.5	-	-	-	-	34.5	30	4.5	-	-	-	-	34.5
5	Chua Yeow Fatt	Independent Director	30	10.5	-	-	-	-	40.5	30	10.5	-	-	-	-	40.5
6	Datuk Haji Azmi bin Hussain	Independent Director	30	10.5	-	-	-	-	40.5	30	10.5	-	-	-	-	40.5
7	Yip Kit Weng	Independent Director	30	10	-	-	-	-	40	30	10	-	-	-	-	40
8	Yong Teck Wee	Executive Director	-	4.5	-	-	-	-	4.5	-	4.5	180	-	-	-	184.5

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.

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The Board is of the opinion that such disclosure would not be beneficial to the Company and to the individual Senior Management's staff's interest due to the following reasons:- • Confidentiality and sensitivity of personal information of Senior Management. • Will give rise to breach of personal data protection. • Security concerns for the staff including their family members. • Can potentially create friction among the staff. • Encourage staff pinching or poaching of executives in the industry. The Board ensures that the remuneration of Senior Management is competitive in the industry the Company is in and commensurate with the performance of the Company, with due consideration to attracting, retaining and motivating Senior Management to lead and run the Company successfully.
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

No	Name	Position	Company					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total

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.

Application	:	Not Adopted
Explanation on adoption of the practice	:	

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.

Application	:	Applied	
Explanation on application of the practice	:	The Chairman of the Audit Committee is Mr. Chua Yeow Fatt, and he is not the Chairman of the Board.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	In the current Board composition, there is no former key audit partner serving as a member of the Audit Committee of the Company. The Terms of Reference of the Audit Committee have been updated to take into account that in the event of a proposal to appoint a former key audit partner of the external auditors as a member of the Audit Committee, the Company has to ensure that such former key audit partner is required to observe a cooling off period of at least three years from his/her last engagement as external audit partner before being appointed as a member of the Audit Committee. Practice 9.2 is included in the Terms of Reference of the Audit Committee.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	The Audit Committee is responsible for assessing the external auditor's capabilities and independence and making subsequent recommendations to the Board on the external auditor's appointment, re-appointment, or termination. The Audit Committee reviews the suitability, objectivity and independence of the external auditor of the Company on an annual basis. The review process covers the assessment of the external auditor's independence, the evaluation of the external auditor's performance, the quality of work, audit fees and the adequacy of resources.In support of the assessment of independence, the external auditors provide the Audit Committee with a written assurance confirming theirindependence throughout the conduct of the audit engagement in accordance with the relevant professional and regulatoryrequirements. During the financial year, the Audit Committee met with the external auditor once in the absence of Management. The Audit Committee has also monitored and reviewed the performance of the external auditor and was satisfied that the external auditor has been independent throughout the audit process and that the audit services rendered have met the quality expected by the Committee.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Adopted
Explanation on adoption of the practice	:	The Audit Committee of the Company is comprised solely of Independent Non-Executive Directors.

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.

Application	:	Applied	
Explanation on application of the practice	:	All Audit Committee members are financially literate and able to understand matters under the committee's purview, including the financial reporting process. The qualification and experience of the individual Audit Committee members are disclosed in the Profile of the Board of Directors in the Annual Report. Members of the Audit Committee undertake continuous professional development to keep abreast of relevant developments in accounting and auditing standards, practices and rules. A summary of training programmes, conferences and seminars attended by Directors during the financial year under review is set out in the Corporate Governance Overview Statement of the Company.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	The Board acknowledges its responsibility and is committed to maintaining a sound system of internal control and risk management practice. The Board has established an effective risk management and internal control framework, as set out in the Statement on Risk Management and Internal Control of the Company.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	The Board discloses the features of its risk management and internal control framework, its adequacy, and its effectiveness in the Statement on Risk Management and Internal Control of the Company. The Audit Committee regularly evaluates the adequacy and effectiveness of the Group's internal control systems by reviewing reports provided by the internal and external auditors, their recommendations, and management responses to these recommendations to ensure that they are working adequately and promptly.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Adopted
Explanation on adoption of the practice	:	On 27 May 2024, Euro established and announced a Risk Management & Environmental, Social and Governance Committee ("RMESGC") which comprised the following members :- Chairman - Yip Kit Weng Member - Datuk Haji Azmi Bin Hussain Member - Chua Yeow Fatt The objective of establishment of the RMESGC is to oversee the risk management and Environmental, Social and Governance ("ESG") process within the Group.

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.

Application	:	Applied
Explanation on application of the practice	:	The Audit Committee considers and approves the remit of the internal audit function and ensures that it has adequate resources and appropriate access to information to enable it to perform its function effectively and in accordance with professional standards. The Audit Committee particularly ensures that the internal audit function has adequate standing and is free from management or other encumbrances in line with paragraph 15.27 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Internal Auditors are given the right of direct access to the Chairman of the Board and to the Audit Committee. The internal audit strategy and a detailed annual internal audit plan are presented to the audit committee for approval. The internal audit function adopts a risk-based approach and prepares its audit strategy and plan based on the risk profiles of the group's business units. Further details are outlined in the Statement of Risk Management and Internal Control set out in the Annual Report 2026.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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.

Application	:	Applied	
Explanation on application of the practice	:	The Group has appointed an established external professional Internal Audit firm, namely SocialGreen Governance Sdn Bhd, headed by Ms. Andrea, who has the following qualifications and memberships: i. Associate Member of the Institute of Internal Auditors Malaysia; ii. Fellow Member of the ACCA; and iii. Member of the Malaysian Institute of Accountants. Further details are disclosed in the Audit Committee Report of the Annual Report 2026.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied
Explanation on application of the practice	:	Recognizing the importance of transparency and the need for timely dissemination of information to shareholders and other stakeholders, the Board is committed to ensure that the shareholders and other stakeholders are well informed of all important issues and major developments of the Company and the information is communicated to them through the following documents: • Annual Report; • The various disclosures and announcements made to Bursa Securitiesand published in the Company's website including the Quarterly Reports and Annual Financial Statements. Shareholders may obtain theCompany's latest announcements via the Bursa Securities' website at www.bursamalaysia.com and the Company's website at www.euroholdings.com.my; • Circulars to Shareholders; and • Annual General Meeting. At each AGM, a platform is available to shareholders to participate in the question and answer session.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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.

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

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.

Application	:	Applied	
Explanation on application of the practice	:	The 21st Annual General Meeting notice was despatched to shareholders at least twenty-eight (28) days before the 21st AGM.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	All Directors has attended the 21st AGM of the Company held on 18 December 2025.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Application	:	Applied	
Explanation on application of the practice	:	The Company's 21st AGM held on 18 December 2025 and the Extraordinary General Meeting ("EGM") held on 31 December 2025 was conducted physically and the resolutions put forth are voted by the members or proxies present in the venue of meeting and the members able vote through the Chairman of the Meeting by submitting proxy form. The voting at the 21st AGM and EGM was conducted by way of poll in accordance with Rule 8.29(A) of the MMLR of Bursa Securities.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

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.		
Application	:	Applied
Explanation on application of the practice	:	The 21st AGM and EGM held was a physical general meeting held at Level 1, Room 3 of the Supreme Hotel Melaka at 25, Jalan Kota Laksamana 2/15, Taman Kota Laksamana, 75200 Melaka. At the meeting, shareholders were given the opportunity to pose questions regarding the resolutions being proposed before voting as well as matters relating to the Group's operations. The Chairman further ensure that sufficient time is allocated to address questions received from shareholders, and any questions that was not answered during the AGM was answered through an email reply to the respective shareholders. All resolutions set out in the notice of AGM and notice of EGM will be voted by polling facilitated by Aldpro Corporate Services Sdn. Bhd. and an independent scrutineer is appointed by the Company to validate the poll results.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

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.

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.			
Application	:	Not applicable – only physical general meetings were conducted in the financial year	
Explanation on application of the practice	:		
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.			
Application	:	Applied	
Explanation on application of the practice	:	The Minutes of the 21st Annual General Meeting and the Extraordinary General Meeting of the Company were uploaded to the Company's website within the stipulated timeframe.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

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.

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