CORPORATE GOVERNANCE REPORT

STOCK CODE	**:**	2097
COMPANY NAME	**:**	Meta Bright Group 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 TO 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 has established clear roles and responsibilities for its fiduciary and leadership functions of the Board, its Chairman, Managing Director, Executive Directors and Independent Directors in its Board Charter. The Board has also defined its schedule of matters covering the significant investment and disinvestment, corporate exercise, business strategy and sustainability issues, shareholders' communication, board policies and governance, related party transactions, declaration of dividends, as well as the performance review, remuneration, succession, and appointment of Directors and key senior executives, to be retained for the Board's decision. The Board has established the Audit and Risk Management Committee ("ARMC"), Nominating Committee and Remuneration Committee to provide greater attention and objectivity in the deliberation of specific Board agendas. The Board has defined the terms of reference for each Committee. The Chairmen of the respective Board Committees report and recommend significant matters and actions deliberated in the Committees to the Board for approval. To ensure the business is being adequately managed, the Board periodically reviewed the Group's financial and business performance together with Management. During FY2026, the Board was also supported by the ARMC in overseeing external and internal audit matters, recurrent related party transactions, conflict-of-interest declarations, strategic risk, sustainability materiality and business continuity matters. The Board and ARMC received updates on the business-segment SWOT and risk appetite assessments and key business continuity issues. The Board has defined its Code of Conduct and Ethics. This Code of Conduct and Ethics serves as a guide to stakeholders on the ethical behaviours to be expected from the Group and enables the Board to convey and instil its values into the organisation.

	The Board has further strengthened its governance, risk management and internal control framework through the Groupwide Oversight Framework, established in accordance with the Securities Commission's Guidelines on Conduct of Directors of Listed Corporations and their Subsidiaries. The framework sets out the Board's oversight responsibilities over business strategy, risk management, financial and non-financial performance, and governance practices across the Group, supported by timely and relevant information from the respective subsidiaries. The Group has implemented its Anti-Bribery and Corruption Framework and Policy to guide employees and business associates in taking appropriate measures and steps to prevent involvement in bribery activities. The Company has implemented the Directors' Fit and Proper Policy, which sets out the criteria relating to Directors' character, experience, qualification, integrity and competence, and time commitment. The Policy is applied in assessing the appointment and re-appointment of Directors to 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

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 Board appoints a chairperson amongst the Directors. Encik Mohamed Akwal Bin Sultan Mohamad is the current Non-Executive Chairman of the Board. The Chairman is responsible for instilling good governance practices, leadership and effectiveness of the Board through chairing of board meetings, representing the Board to shareholders, and reviewing as well as approving together with the Board members on board matters and policies. The Chairman sets the board agenda in consultation with the Management and Company Secretaries to ensure that the Board members receive complete and accurate information in a timely manner. The Chairman will lead the conduct of Board meetings and the agenda items to be discussed and encourage participation from all Board members during the Board meetings. In addition, the Chairman will ensure the Board committee meetings are not combined with the main Board meeting.
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	:	Currently, the roles of the Chairman and Managing Director are held by 2 different individuals. The Chairman of the Board, Encik Mohamed Akwal Bin Sultan Mohamad, is responsible for the effectiveness functioning of the Board, whilst the Managing Director, Mr Lee Chee Kiang, is responsible for the leadership and Management of the Group's operations as well as the implementation of the Board's policies and decisions. The distinct and separate roles and responsibilities of the Board Chairman and the Managing Director are clearly stated in the Board Charter, which is published on the Company's corporate website at https://www.mbgb.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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The Board Chairman, Encik Mohamed Akwal Bin Sultan Mohamad, is also a member of the Audit and Risk Management Committee, Nominating Committee and Chair of the Remuneration Committee.	
		Please provide an alternative practice and explain how the alternative practice meets the intended outcome.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	The Board is mindful of the possibility of impairment of the Board Chairman's objectivity when deliberating issues reported by these Committees to the Board. The Nominating Committee also deliberated this issue and took the stance that the Board shall adopt this practice in due course.	
Timeframe	:	Others	

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 Board is assisted by a qualified Company Secretary who is an Associate member of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA). The Company Secretary supports the Board in discharging the Board's fiduciary duties and stewardship role and advises the Board regarding regulatory compliance, guidelines, legislations and the governance practices. The key responsibilities of the Company Secretary are: • Co-ordinating with the Management and Board on the meeting agenda items and schedule; • Co-ordinating all Board and Board committee meetings; • Attending and preparing minutes of all Board and Board Committee meetings; • Advising the Board on the corporate disclosures and compliance with securities regulations, listing requirements and Companies Act 2016 as well as their applications with respect to the agenda discussed in the Board meeting; • Assisting the Board and Management regarding the Annual General Meeting proceedings; and • Monitoring corporate governance developments and assist the Board in applying governance practices to meet the compliance needs and stakeholders' expectations. All Directors have unrestricted access to the advice and services of the Company Secretary. The decision to appoint and remove the Company Secretary rests with 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

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 understands that the supply, timeliness and quality of the information affect the effectiveness of the Board to oversee the conduct of business and to evaluate the Management's performance of the Group. Management ensured that each Director was provided with timely notices and minutes of meetings. Board papers were circulated to the Board members prior to the Board meetings in order to provide the Board members with timely information and, to enable them to deliberate issues more effectively during the Board meetings. During the Board meetings, the Board reviewed and ensured that all the Board agenda items were covered with proper and adequate deliberation based on information furnished by the Management. The Managing Director, Executive Directors and Management were invited to attend the Board and ARMC meetings to provide explanations on the agenda items discussed. Upon conclusion of each meeting, the Company Secretary ensured that the proceedings and resolutions passed during the meeting were properly recorded. The minutes of the meetings were circulated to the Board members before the next meetings.
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 has defined its Board Charter by setting out the roles, duties and responsibilities of the Board, Chairman, Managing Director, Executive Directors and the Independent Directors as well as the schedule of key matters reserved for the Board's approval. The Board Charter, Code of Conduct and Ethics, Whistleblowing Policy, Anti-Bribery and Corruption Policy, Directors' Fit and Proper Policy , Diversity Policy as well as the terms of reference of the Board Committees are also posted on the Company's corporate website at https://www.mbgb.my. To assist the Board in discharging its function, the Board has delegated specific oversight responsibilities to the Audit and Risk Management Committee, Nominating Committee and Remuneration Committee. These Committees provide greater objectivity and independence in the deliberations of specific agendas entrusted to them. The respective Chairpersons of the Board Committees report and recommend to the Board on matters discussed and require the Board's approval.
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 Board has adopted its Corporate Code of Conduct and Ethics covering Board's values and principles to serve as a guide to stakeholders on the ethical behaviours to be expected from the Group as well as to enable the Board to convey and instil its values into the organisation. In addition, the Board has defined policies on abuse of power, corruption, insider trading, conflicts of interest and money laundering in this Code of Conduct and Ethics. Details of the Code of Conduct and Ethics are published for reference in the Company's Corporate website under "Investor Relations" at https://www.mbgb.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 its whistleblowing policy and reporting channel. To provide comfort to whistleblowers in relation to the protection of the confidentiality of the information and identity of the whistleblower, the Board has assigned the administration of the whistleblowing reporting channel to the outsourced Internal Audit Function. Stakeholders who know of or suspect any violation of the Code may report the incident to the ARMC Chairman by emailing mbgb@whistleblower.com.my or by posting their complaints to PO Box #911, L2- 08, Level 2, Cheras Leisure Mall, Jalan Manis 6, Taman Segar, 56100 Kuala Lumpur. During the financial year, the Board did not receive any complaints of violations from these whistleblowing reporting channels.	
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	:	The Board Charter provides that the Board is responsible for ensuring the Group's strategic plan promotes long-term value creation and sustainability, with sustainability matters reserved for its decision. The Board considers material sustainability issues and related risks when evaluating the Group's business strategy and new ventures. Senior Management supports the Board by addressing material sustainability matters including health and safety, data privacy and security, supply chain management, environmental matters, community and society, workplace diversity, labour standards and anti-corruption. During FY2026, the Group performed a sectoral sustainability materiality assessment at business-segment level using sector-specific considerations, Management input and perceived stakeholder concerns, and consolidated the results into a Group Materiality Matrix. The ARMC was also briefed on sustainability reporting developments, climate-related financial reporting considerations and the Group's transition towards IFRS S1 and IFRS S2 reporting. (Further details are provided in the Sustainability Statement in the 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 4.2
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 Group communicates its sustainability approaches, material matters, initiatives and performance to stakeholders through the Sustainability Statement in the Annual Report. During FY2026, the sustainability materiality assessment identified material matters including data privacy and security, anti-corruption, labour standards, community and society, supply chain, water management, energy management, together with proposed metrics and actions to support the Group's transition towards the applicable sustainability reporting requirements.	
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.

<table>
<tr><td>Application :</td><td>Applied</td></tr>
<tr><td>Explanation on application of the practice :</td><td>As part of the directors' continuing education program, Board Members are constantly keeping themselves abreast and equipped with sustainability knowledge. The sustainability training programs attended by the Board Members during the financial year are as follows:
<table>
<tr><th>Training</th><th>Date</th><th>Attended by</th></tr>
<tr><td>Strategic Risk & Sustainability Sectoral Materiality Assessments, and Business Continuity Essentials</td><td>10 Nov 2025</td><td>Lee Chee Kiang (Managing Director)

Dato’ Lee Wai Mun (Executive Director)

Tan Chin Hong (Executive Director)

Phang Kiew Lim (Executive Director)

Masleena binti Zaid (Independent Non-Executive Director)

Ong Lu Yuan (Independent Non-Executive Director)

Mohamed Akwal bin Sultan Mohamad (Independent Non-Executive Director)</td></tr>
<tr><td>Sustainability Reporting - Changes to Bursa Malaysia Disclosure Requirements</td><td>6 Nov 2025</td><td>Lee Chee Kiang (Managing Director)

Dato’ Lee Wai Mun (Executive Director)

Tan Chin Hong (Executive Director)

Masleena binti Zaid (Independent Non-Executive Director)</td></tr>
</table></td></tr>
</table>

			Ong Lu Yuan (Independent Non-Executive Director)

In addition, through business discussions, meetings and participation in trade events, the Board members continue to enhance their knowledge and stay abreast of the latest developments relating to sustainability matters.

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	:	Sustainability performance evaluation criteria have been incorporated in the Board and senior management performance appraisal.	
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	:	Annually, the Nominating Committee reviews the Board, Board Committees, and individual Director evaluations and uses the results of the assessment as a reference for the consideration of their re-election. The annual performance assessment concluded that all Directors and the Financial Controller possess the relevant qualifications, knowledge, experience, and ability to understand the technical requirements, risks, and management of the Group's business. The Directors have also discharged their duties and responsibilities in a commendable manner and have demonstrated their devotion of time and effort to the affairs of the Group. The retiring Directors (based on their tenure of service) have completed a self-declaration form confirming their probity, personal integrity and reputation, and financial integrity. Accordingly, the retiring Directors were recommended for re-appointment at the Annual General Meeting.
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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	Presently, 3 out of 7 of the Board members are Independent Non-Executive Directors. Hence, the Board composition of the independent directors is slightly below half of the Board size. Nevertheless, the Board composition is in compliance with Para 15.02 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad that requires a minimum of two (2) Directors or one-third (1/3) of the Board, whichever is higher, to be Independent Directors. In addition, the Chairman of the Board is an Independent Non-Executive Director and under the Constitution of the Company, the Chairman is conferred with the right of a casting vote in the case of an equality of votes.	
		Please provide an alternative practice and explain how the alternative practice meets the intended outcome.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	The Board conducted its annual evaluation through its Nominating Committee, which comprised wholly independent directors, and was satisfied with the effectiveness of the Board's present composition.	
Timeframe	:	Others	

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.

<table>
<tr><td>Application :</td><td>Applied</td></tr>
<tr><td>Explanation on application of the practice :</td><td>The tenure of office of the respective Independent Directors are as follows:

<table><tr><th>Independent Director</th><th>Date of Appointment</th><th>Years of Service up to the coming AGM in December 2026</th></tr><tr><td>Mohamed Akwal Bin Sultan Mohamad</td><td>20 August 2015</td><td>11 years</td></tr><tr><td>Masleena Binti Zaid</td><td>15 July 2019</td><td>7 years</td></tr><tr><td>Ong Lu Yuan</td><td>17 September 2020</td><td>6 years</td></tr></table>
At the 25th AGM held on 2 December 2025, shareholders approved through a two-tier voting process the retention of Encik Mohamed Akwal Bin Sultan Mohamad as an Independent Non-Executive Director until the conclusion of the next AGM in 2026. The NC's recommendation was based on his compliance with the independence criteria, corporate banking and debt recovery experience, understanding of the Group's business, objective contribution and satisfaction of the fit and proper criteria. He abstained from deliberation and voting on his own retention. Any proposal to retain him as an Independent Director beyond the 2026 AGM remains subject to the required annual shareholders' approval through two-tier voting.</td></tr>
<tr><td rowspan="2">Explanation for departure :</td><td></td></tr>
<tr><td></td></tr>
<tr><td colspan="2">Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</td></tr>
</table>

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.

<table>
<tr><td>Application :</td><td>Applied</td></tr>
<tr><td>Explanation on application of the practice :</td><td>The composition of the Board, comprising Executive, Non-Executive and Independent Directors, reflects the diversity in skills, experience, age, cultural background and gender in the Board.
<table>
<tr><th>Age Group</th><th>30- <45 years</th><th>45- <55 years</th><th>55- <65 years</th><th>65- 75 years</th></tr>
<tr><td>Number of Directors</td><td>1</td><td>5</td><td></td><td>1</td></tr>
<tr><td>Number of Senior Management</td><td></td><td>1</td><td>1</td><td></td></tr>
</table>
<table>
<tr><th>Independent Non-Executive Directors</th><th>Knowledge</th></tr>
<tr><td>Mohamed Akwal Bin Sultan Mohamad</td><td>• General Management/Business
• Economics and Policy
• Banking and Finance
• Marketing and Sales
• Human Resource / Talent Management
• Sustainability/Environmental, Social and Governance</td></tr>
<tr><td>Masleena Binti Zaid</td><td>• Legal and Regulatory
• General Management/Business
• Human Resource / Talent Management</td></tr>
</table></td></tr>
</table>

Ong Lu Yuan	• Accounting/Auditing • General Management/Business • Taxation • Banking and Finance • Sustainability/Environmental, Social and Governance

Executive Directors	**Knowledge**
Lee Chee Kiang	• Legal and Regulatory • Accounting / Auditing • General Management/Business • Taxation • Banking and Finance • Economics and Policy • Sustainability/Environmental, Social and Governance • Main Market Listing Requirements of Bursa Malaysia Securities
Dato' Lee Wai Mun DIMP., JMK., JP.	• Legal and Regulatory • Accounting/Auditing • General Management/Business • Taxation • Banking and Finance • Economics and Policy • Sustainability/Environmental, Social and Governance • Main Market Listing Requirements of Bursa Malaysia Securities
Tan Chin Hong	• Legal and Regulatory • Accounting / Auditing • General Management/Business • Banking and Finance • Economics and Policy
Phang Kiew Lim	• Legal and Regulatory • Accounting/Auditing • General Management/Business • Taxation • Banking and Finance • Economics and Policy • Main Market Listing Requirements of Bursa Malaysia Securities • Sustainability/Environmental, Social and Governance

	- **Senior Management** / **Knowledge** **Chang Ket Keong**: • Administration & Office Management • Operational & Logistics • Strategy Planning • Risk Management • Fleet Management • Human Resource • Market & Commercial **San Tuck Hoe**: • Accounting/Auditing • Information Technology / Digital Strategy • General Management/Business • Taxation • Banking and Finance • Economics and Policy Further details of each individual director can be found in their respective Directors' profiles in the Annual Report. The Board had adopted the Directors' Fit and Proper Policy. This policy defines the character, experience, integrity, competence, and time commitment criteria for directors and is used in evaluating directors before their appointment and re-election to the Board. This Directors' Fit and Proper Policy for Directors has been published on the Company's corporate website.
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 accordance with the Board Charter, when identifying the candidates for the Board and Senior Management, the Board will consider the recommendations from its existing Board members, management or major shareholders as well as independent sources to identify suitably qualified candidates for appointment of Directors and Senior Management positions. The identification of candidates for directorship will be based on their skills, knowledge, professionalism, character and experience which are in line with the needs of the Group. As mentioned in Practice 5.1, all Directors' performances are commendable based on the annual director performance evaluation. No new director was appointed during the financial year.	
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 profile of each Director are disclosed in the Annual Report for shareholders' reference. The details in the Directors' profiles include their age, experience, skillsets, educational background, directorships in other listed and non-listed companies as well as the family relationship with other board members. In addition, shareholders could also ascertain other important information about their independence in terms of the controlling shareholding interest of the Directors in the Company, any related party transactions involving their interests, their remuneration, meeting attendance, position and roles in board committees and the activities undertaken before casting their vote for the appointment and reappointment of the Directors. The Board has provided its reasons supporting the re-appointment of the retiring Directors under the explanatory notes of the Notice of 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
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 Nominating Committee is chaired by Puan Masleena Binti Zaid who is an Independent Non-Executive 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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	Presently, the Board comprises a woman Director, Puan Masleena Binti Zaid, Non-Executive and Independent Director. Her presence satisfies Paragraph 15.02 of the Main Market Listing Requirements which mandates the presence of at least one (1) female Director on board.	
		Please provide an alternative practice and explain how the alternative practice meets the intended outcome.	
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	:	Others	

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	:	Applied
Explanation on application of the practice	:	The gender diversity principle is provided in the Board Diversity Policy. To promote an inclusive workplace culture that embraces and supports cultural, ethnic, gender, and age diversity across the Group. The Board and Management shall: ▪ Embed diversity in the directors' and employees' appointment and employment processes; ▪ Lead by example in embracing diversity in their decision-making; ▪ Provide equal career advancement opportunities to employees regardless of age, gender and ethnicity; and ▪ Review and improve the employee diversity profile.
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 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 annual board evaluations covering the Board, the Board Committees and individual directors are done through self-assessment and peer review. This evaluation is reviewed and overseen by the Nominating Committee. Following are the key criteria applied in these assessments: 1. Board and Board Committee Evaluation- covers evaluation on board mix and composition, quality of information and decision making, boardroom activities, and board's relationship with management and stakeholders, Environmental, Social and Governance; 2. Character, experience, integrity, competence and time commitment- cover fit and proper, contribution and performance, caliber and personality of each director 3. Assessment on mix of skills and experience; 4. Evaluation of Level of Independence of a Director; and 5. Audit and Risk Management Committee ("ARMC") Evaluation – covers quality and composition of ARMC, skills and competencies and meeting administration and conduct. Based on the assessments, it was concluded that: i) The skill mix, composition, size, diversity, performance and effectiveness of the Board and Board Committees were assessed as satisfactory. Independent Non-Executive Directors, Managing Director, Executive Directors and Financial Controller possess the relevant qualifications, knowledge, experience and ability to understand the technical requirements, risks and management of the Group's business and have discharged their duties and

	responsibilities in a commendable manner and have demonstrated their commitment and contribution to the affairs of the Company and Group; and ii) All Independent Directors met the independence criteria set out in the MMLR of the Bursa Securities and carry out their duties and responsibilities independently and objectively. iii) The performance of the ARMC and its members was satisfactory, and they have carried out their duties in accordance with their terms of reference. As part of this board assessment, the NC also identified areas for future improvement, including formalising the presentation of the Group's strategic and sustainability KPIs for consideration by the Board and Senior Management in the remuneration framework. During the current financial year under review, all Directors have completed the Directors' Fit and Proper self-declaration form, covering aspects of probity, personal integrity, reputation, and financial integrity.	
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 has adopted a Remuneration Policy. This Policy is incorporated in the Board Charter and published on the corporate website. Broadly, the remuneration policy of the Board provides that when evaluating the remuneration of the Executive Directors and senior management, the Remuneration Committee shall review the result of the performance appraisal conducted and reported by the Nominating Committee vis-à-vis the following factors of consideration: • the complexity of the Group's business; • the business strategy and long-term objectives of the Group; • their performance in managing material sustainability risks and opportunities; and • the Group's operating results and comparable remuneration within the same industry In contrast, the remuneration and incentives for Independent Directors shall not be subject to the financial performance of the Group or entitle them to any bonus or equity schemes to prevent potential conflicts with their obligation to bring objectivity and independent judgment to matters discussed at board meetings. Under Section 230(1) of the Companies Act 2016, the Directors' fees and any benefits payable to the Directors of a listed company and its subsidiaries will be presented for shareholders' approval at the annual general meeting.
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 established its Remuneration Committee. The present members of the Remuneration Committee comprising all Independent Directors as follow to assist the Board in implementing Directors' remuneration policies and procedures: **Chairman:** Mohamed Akwal Bin Sultan Mohamad **Members:** Masleena Binti Zaid Ong Lu Yuan The terms of reference of the Remuneration Committee and Board remuneration policy and procedure are defined and disclosed on the Company's website. The remuneration of the Executive and Non-Executive Directors was reviewed and recommended by the Remuneration Committee to the Board for approval. All Directors shall abstain from discussions and decisions on their own remuneration. Under Section 230(1) of the Companies Act 2016, the Directors' fees and other benefits payable to Directors are to be approved by shareholders at the Annual General Meeting based on the Board's recommendations. At the 25th AGM on 2 December 2025, shareholders approved Directors' fees and benefits of not more than RM800,000 for the period from the date of the 25th AGM until the next AGM, to be paid monthly in arrears. The details of the Board members' remuneration are presented in the next 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

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	:	Theremuneration received by Direcrtorsfor the financial year ended 30 June 2026 is disclosed on the following page.

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	Lee Chee Kiang	Executive Director	Input info here	Input info here	420.0	17.5	Input info here	53.9	491.4	144.0	Input info here	420.0	17.5		53.9	635.4
2	Dato' Lee Wai Mun	Executive Director	Input info here	Input info here	240.0	10.0	28.0	31.4	309.4	24.0	Input info here	240.0	10.0	28.0	31.4	333.4
3	Tan Chin Hong	Executive Director	Input info here	Input info here	216.0	9.0	4.8	28.4	258.2	Input info here	Input info here	216.0	9.0	4.8	28.4	258.2
4	Phang Kiew Lim	Executive Director	Input info here	60.0	235.8	39.3	Input info here	38.0	373.1	144.0	60.0	235.8	39.3	Input info here	38.0	517.1
5	Masleena Binti Zaid	Independent Director	72.0	14.0	Input info here	Input info here	Input info here	Input info here	86.	72.0	14.0	Input info here	Input info here	Input info here	Input info here	86.0
6	Mohamed Akwal Bin Sultan Mohamad	Independent Director	120.0	14.0	Input info here	Input info here	Input info here	Input info here	134.0	120.0	14.0	Input info here	Input info here	Input info here	Input info here	134.0
7	Ong Lu Yuan	Independent Director	84.0	14.0	Input info here	Input info here	Input info here	Input info here	98.0	84.0	14.0	Input info here	Input info here	Input info here	Input info here	98.0
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.

Application	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The Company has not disclosed the remuneration of its top five Senior Management personnel on a named basis in bands of RM50,000. The non-disclosure reflects concerns about the commercial sensitivity of individual remuneration information and its potential implications for the Group's ability to retain key Senior Management personnel in a competitive employment market.	
		Please provide an alternative practice and explain how the alternative practice meets the intended outcome.	
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.	

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.

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 and Risk Management Committee ("ARMC"), Mr Ong Lu Yuan, who 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 :	The ARMC Terms of Reference provide that a former partner of the Company's external audit firm, including those providing advisory services and tax consultancy and partners of its affiliated firms shall observe a cooling-off period of at least three years before being appointed as a member of the ARMC. Nonetheless, none of the members of the ARMC are former partners of the audit firm of the Group. The terms of reference of the ARMC are published on the Company's corporate website.	
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 present External Auditors of the Company have been engaged since 2008. The External Auditors continue to practise and observe the 7 years engagement partner rotation policy. The last engagement partner rotation took place in financial year 2025. The ARMC has defined a policy on assessment of External Auditors. The policy covers the qualification criteria, annual performance evaluation, tenure of service and engagement of non-audit services. As part of the ARMC review processes, the ARMC obtains the assurance from the External Auditors confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of the relevant professional and regulatory requirements. The ARMC had also conducted meetings with the External Auditors without the presence of the Executive Directors and employees of the Group. Annually, in assessing the suitability and independence of the External Auditors, the ARMC has considered: i. The External Auditors' ability to meet deadlines in the course of their audit; ii. Adequacy and appropriateness of the audit scope, planning, materiality, sampling and work methods used; iii. Competency of the engagement team members; and iv. Clarity of presentations and quality of reports produced. During FY2026, the ARMC reviewed the External Auditors' audit planning and key audit focus areas, considered their independence and the provision of non-assurance services, and held private sessions with

	the External Auditors without Executive Board Members and Management present. The ARMC also evaluated the External Auditors' performance, suitability and independence in accordance with the Group's assessment policy and recommended their re-appointment to the Board for shareholders' approval. Shareholders approved the re-appointment of Baker Tilly Monteiro Heng PLT at the 25th AGM on 2 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
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 Board has established an effective and independent ARMC. The members of ARMC comprises solely Independent Non-Executive Directors and the Chairman of the ARMC is not the Chairman of the Board.

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.

<table>
<tr><td>Application :</td><td>Applied</td></tr>
<tr><td>Explanation on application of the practice :</td><td>Collectively, the ARMC members are financially literate and they are able to understand matters under the purview of the ARMC including the financial reporting process.

The training attended by the members of ARMC during the financial year are as follows:

<table>
<tr><th>Name of Directors</th><th>Training</th><th>Date</th></tr>
<tr><td>Mohamed Akwal Bin Sultan Mohamad</td><td>• Strategic Risk & Sustainability Sectoral Materiality Assessments, and Business Continuity Essentials

• Case study based MFRS Webinar:Audit Evidence Under MFRS/IFRS-Case Studies with AI-Supported Research</td><td>10 Nov 2025

20 April 2026</td></tr>
<tr><td>Masleena Binti Zaid</td><td>• Strategic Risk & Sustainability Sectoral Materiality Assessments, and Business Continuity Essentials

• Sustainability Reporting - Changes to Bursa Malaysia Disclosure Requirements

• Enhancing governance and strategic leadership

• MIA Webinar Series: Taxing Matters: A Legal Perspective</td><td>10 Nov 2025

6 Nov 2026

17 April 2026

3 July 2025</td></tr>
</table>
</td></tr>
</table>

		• MIA Webinar Series: Risk Based Audit Approach: from Risk Assessment to Auditing Estimates	9 April 2026
	Ong Lu Yuan	• Strategic Risk & Sustainability Sectoral Materiality Assessments, and Business Continuity Essentials • Sustainability Reporting - Changes to Bursa Malaysia Disclosure Requirements • AI Empowerment for Enterprise Innovation and Development Training Workshop • MIA Webinar Series: Risk Based Audit Approach: from Risk Assessment to Auditing Estimates	10 Nov 2025 6 Nov 2026 16-18 October 2025 9 April 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 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 has established the Group Risk Policy, which sets out the guiding principles of risk management, outlines the responsibilities of both the Board and management and defines the objectives of risk management framework. During the financial year, Management conducted structured strategic risk assessments covering Expogaya Group, Renewable Energy, Damai Project, Renai Hotel and KSM. The exercise included SWOT analysis and measurable risk appetite parameters tailored to each business segment. Business Unit Heads are responsible for monitoring risk exposure, evaluating mitigation effectiveness and reporting key risk status to Management, the Board and ARMC. The segment-level parameters provide a basis for risk monitoring, while an overarching Board-approved Group Risk Appetite Framework will be formalised. In addition, during the Board and ARMC meetings, the Board and Senior Management members review and discuss the risks and implications related to the agenda, along with the adequacy and effectiveness of the associated risk management action plan. The Statement on Risk Management and Internal Control is set out in the company's Annual Report, detailing the state and fundamentals of the risk management and internal control systems in the Group as well as the review mechanism of the Board. The Board is satisfied with the effectiveness and adequacy of the existing risk management and internal control system and has received assurance from the Managing Director, Executive Director and Financial Controller that the Group's risk management and internal control systems to the best of their knowledge, are adequate and effective, in all material aspects.
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 has put in place a Group Risk Policy which covers the risk management responsibilities of the Board and management. During the financial year, the framework was supplemented by structured business-segment strategic risk assessments, measurable segment-level risk appetite parameters, sustainability materiality assessment and business continuity initiatives. The Business Continuity Policy and Crisis Management Procedures were developed and considered by the ARMC, with the drafts recommended to the Board for approval. The Group's business continuity implementation will be progressively strengthened through business impact assessment, recovery planning, training and simulation requirements. Further details of the framework, review processes and key controls are presented in the Statement on Risk Management and Internal Control in the Annual Report. The Board has established the following mechanisms to obtain the relevant and key information in deriving its comfort on the state of internal control and risk management of the Group: • Board discussions with management during the board meetings on the business and operational issues, the measures taken by management to mitigate and manage the business and operational risks, and the financial performance based on the quarterly financial results; • The ARMC reviews and consults with management on the integrity of the financial results, annual reports and audited financial statements; • The External Auditors report to the ARMC on the key audit matters, accounting standards compliance, related party transactions and feedback on risk and control issues noted in their statutory audit;

	• The Internal Auditors perform periodic reviews on the system of internal controls and report their findings and management actions for improvement to the ARMC; • Reviews of the related party transactions and the related control procedures; • Management's assurance that the Group's risk management and internal control systems are adequate and effective in all material respects; and • The implementation of the Group-wide Oversight Framework in accordance with the Securities Commission's *Guidelines on Conduct of Directors of Listed Corporations and their Subsidiaries,* which facilitates the application of governance policies and enables the Board to gain oversight through insight provided by the subsidiaries' management. Detailed explanations of the risk, internal control framework and the Board review of the adequacy and effectiveness of the framework are presented in the Statement on Risk Management and Internal Control of the Annual Report. The Statement on Risk Management and Internal Control also sets out Management's assurance and the Board's conclusion on the adequacy and effectiveness of the Group's risk management and internal control systems. The Board wishes to advise that risk management and internal control systems are designed to manage risks to a reasonable level rather than to eliminate the risk of failure to achieve the Group's business objectives. Therefore, these systems could only provide reasonable and not absolute assurance against material misstatement, financial losses or fraud.	
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	:	The Board entrusts the ARMC to oversee the risk management framework in the Group. This Committee comprises fully Independent Non-Executive Directors.

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 Group has outsourced its internal audit function to IA Essential Sdn. Bhd, a third-party internal audit firm. The Internal Auditors have conducted their work based on the broad principles of the International Professional Practices Framework of the Institute of Internal Auditors, covering the audit planning, execution, documentation, communication of findings, and consultation with key stakeholders. Functionally, the Internal Auditors report to the ARMC directly and are responsible for conducting periodic reviews and assessments on the Group's governance, risk management and internal controls. The ARMC reviewed and approved the scope of work of the Internal Auditors to ensure that the audit direction is appropriate and remains relevant according to changes in the present Group's operating environment. When reviewing the Internal Audit reports, the ARMC will consider the impact of the audit issues and assess whether management has provided their comments appropriately and their commitment to the audit recommendations. The ARMC also receives regular updates on the status of corrective actions. During FY2026, the ARMC reviewed internal audit work covering recurrent related party transactions, anti-bribery and corruption preventive measures and follow-up work. The Internal Auditors also facilitated and reported on strategic risk assessment, sustainability sectoral materiality assessment and business continuity and resilience planning. The ARMC held private sessions with the Internal Auditors without Executive Board Members and Management present and reviewed the Internal Auditors' scope, engagement and fees to safeguard their independence and objectivity.

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 Internal Audit Function is outsourced to IA Essential Sdn. Bhd., an internal audit consulting firm. The outsourced Internal Audit Function is headed by Mr Chong Kian Soon, Director of IA Essential Sdn. Bhd., and is supported by an internal audit team comprising a Team Manager and Audit Executives. Mr Chong Kian Soon is a member of Malaysian Institute of Certified Public Accountants, Chartered Accountants Australia and New Zealand, and a chartered member of the Institute of Internal Auditors Malaysia. The Internal Auditors performed their work with reference to the principles of the International Professional Practices Framework of the Institute of Internal Auditors covering the conduct of the audit planning, execution, documentation, communication of findings and consultation with key stakeholders. The Internal Auditors report functionally to the ARMC. To preserve objectivity and independence, the ARMC reviews the Internal Auditors' engagement, scope and work performed and holds private sessions with them without Executive Board Members and Management present. No relationship or conflict of interest that would impair the Internal Auditors' objectivity and independence was reported to the ARMC during FY2026.
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	:	Information and communication are important for keeping shareholders and investors informed of the Group's business and corporate developments. At Meta Bright Group Berhad, the corporate development and financial performance information of the Group is communicated to the investors via the Company's annual reports and through various periodic and on-going disclosures made to Bursa Securities. Following are the various ways of the Board communicating with stakeholders: • Results of the Group are published quarterly via the website of Bursa Securities at http://announcements.bursamalaysia.com; • Corporate information is provided on its corporate website at https://www.mbgb.my under "Investor Relations" and "News & Press" for the interest of the general public; • The information disclosed in the Annual Reports complies with the disclosure requirements in accordance with the listing requirements and the approved accounting standards; and • Shareholders and investors are also encouraged to interact and provide feedback to the Chairman or Managing Director accordingly for their concerns during the general meetings.
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 :	In order to promote shareholders' participation and engagement with the Board and senior management effectively in the Annual General Meeting ("AGM"), the Board would ensure that the Notice of the AGM is sent to shareholders at least 28 days ahead of the date of general meeting. In addition, the Board would also ensure that this Notice contains details of resolutions proposed along with background information and explanatory notes that are relevant. The Notice of the 25th AGM was announced on 30 October 2025 and the AGM was held on 2 December 2025, providing shareholders with more than 28 days' notice of the meeting. By doing so, shareholders will have sufficient time to prepare and consider the resolutions that will be discussed and decided at the AGM and will be able to make informed decisions when exercising their voting rights	
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	:	The 25th AGM was held physically at Platinum 2, Level 6, Renai Hotel Kota Bharu, Kota Sri Mutiara, Jalan Sultan Yahya Petra, 15150 Kota Bharu, Kelantan, Malaysia on 2 December 2025 at 10.00 a.m. All seven Directors attended, with Puan Masleena Binti Zaid participating by video conference. The Chairmen of the ARMC, NC and RC were therefore in attendance. General meetings empower shareholders to exercise their rights. At the general meeting, shareholders have the opportunity to participate in the question-and-answer session, where they can raise questions regarding the proposed resolutions and matters relating to the Group's businesses and affairs.	
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	:	.In response to the Securities Commission and Bursa Malaysia's directive, the 25th AGM on 2 December 2025 was conducted physically in Kota Bharu. Shareholders who were unable to attend the 25th AGM were entitled to appoint proxies to attend, participate, speak and vote on their behalf The resolutions were approved by way of poll voting. The results of the poll were validated by GovernAce Advisory & Solutions Sdn. Bhd., an Independent Scrutineer appointed by the Company. The outcome of the AGM was announced to Bursa Securities on the same meeting day.	
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 Board welcomes shareholders to raise their questions and is prepared to engage with the shareholders and provide clarification to them. The Chairman invited shareholders and proxies to raise questions on the audited financial statements for the financial year ended 30 June 2025 and the resolutions tabled at the 25th AGM. The minutes record that no questions were raised on these agenda items. All resolutions were voted on by poll, with the results validated by the Independent Scrutineer. The AGM minutes are available on the Company's website.	
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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The minutes of the 25th AGM were not published on the Company's website within the prescribed timeframe due to administrative delays in the publication process.	
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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