

NWE RESOURCES GROUP BERHAD

[Registration No.: 202401037003 (1582850-V)]

(Incorporated in Malaysia)

NOMINATION AND APPOINTMENT OF NEW DIRECTORS PROCESS AND PROCEDURES

1. PURPOSE

This Nomination and Appointment of New Directors Process and Procedures ("Process and Procedures") provides guidelines on the process to be undertaken by NWE Resources Group Berhad's ("the Company") Nomination Committee ("NC") and Board of Directors ("Board") in discharging their responsibilities in terms of the nomination and appointment of new Directors in compliance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Listing Requirements") and Malaysian Code on Corporate Governance ("MCCG"). The Process and Procedures are administered by the NC of the Company.

2. BOARD SIZE AND COMPOSITION

The Company and its subsidiaries ("the Group") shall be led by an effective and experienced Board comprising members who have varied experience in general business and financial aspects, as well as in the technical and operational aspects.

The presence of the Independent Non-Executive Directors on the Board and in meetings ensures that decisions made by the Board remain objective and independent, and the NC shall discharge their fiduciary duties in due care and act in good faith in the best interests of the Company.

The Constitution of the Company provides for a minimum of two (2) Directors. As required under the Listing Requirements, at least two (2) or one-third (1/3), whichever is higher, of the Board members are Independent Directors.

3. REPORTING PROCESS

The process for the nomination and appointment of a new Director is summarised:

STEP 1

Evaluation on the Board composition, size and diversity

STEP 2

Candidate search

It can be searched based on the recommendation of the existing Directors, senior management staff, shareholders or third-party referrals.

STEP 3**Assessment and evaluation of candidate to be conducted by the NC**

The assessment should be conducted based on the following criteria:

- a. skills, knowledge, expertise and experience;
- b. professionalism and integrity;
- c. gender;
- d. independence; and
- e. in the case of candidates for the position of Independent Directors, the NC shall also evaluate the candidates' ability to discharge such responsibilities/ functions as expected from Independent Directors;

The NC would also need to ensure compliance with the Listing Requirements and MCG requirements and to facilitate the making of informed and critical decisions.

STEP 4**Selection of candidate**

Selection should be made based on the following criteria:

- a. Potential Director's skill;
- b. Background and competency against the agreed profile:
 - Conflict of Interests check
 - Independence
 - Number of directorships and/or other commitment
 - Fit and proper test
- c. Track record preferences and verification check.

STEP 5**Recommendation to be made by NC to the Board****STEP 6****Discussion and decision to be made by the Board on the proposed new appointment****STEP 7****If the proposed appointment is approved:**

Invitation or offer to be made to the proposed/potential candidate to join the Board.

If the proposed appointment is rejected:

The whole process will be concluded and/or re-commenced with other recommendation (if any).

Note:

The NC and/or Board may meet the candidate in the nomination and appointment process, if necessary.

4. REVIEW AND DISCLOSURE

The Board will review this Process and Procedures from time to time to ensure that this Process and Procedures remain relevant and viable to meet its objective.

This Process and Procedures (Version No. 1) are adopted by the Board on 6 March 2026.