

CORPORATE GOVERNANCE REPORT

STOCK CODE : 0353
COMPANY NAME : WEST RIVER BERHAD
FINANCIAL YEAR : December 31, 2025

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

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

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

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

Intended Outcome

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

Practice 1.1

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

Application	:	Applied
Explanation on application of the practice	:	<p>The Board of Directors ("Board") of the Company has primary responsibility to shareholders for the welfare of the Company and is responsible for the business and the affairs of the Company. The Company recognises the importance of the Board in providing a leadership and sound base for good corporate governance in the operations of the Company.</p> <p>The principal roles and responsibilities of the Board are as follows:</p> <ul style="list-style-type: none"> • Formulating a strategic plan for the Company and tailoring the same from time to time by taking practical and realistic approaches; • Maintain good corporate governance standards; • Overseeing the conduct of the Company's business to evaluate whether the business is being properly managed and sustained; • Identifying principal risks and ensuring the implementation of appropriate systems to manage these risks; and • Reviewing the adequacy and integrity of the Company's internal control systems for compliance with applicable laws, regulations, rules and guide. <p>The Board plays an important role in overseeing the governance of the Group and in ensuring that the Group's culture and values is set from the top. In carrying out its duties and responsibilities, the Board is assisted by three (3) Board Committees, namely Audit and Risk Management Committee ("ARMC"), Nomination Committee ("NC") and Remuneration Committee ("RC"). The Board delegates certain functions to these Committees in accordance with their respective Terms of References. The activities of each Board Committee are set out in the Corporate Governance Overview Statement of the Annual Report 2025.</p> <p>The salient features of the Board Charter which defines specific duties and responsibilities of the Board had been uploaded onto the Company's website at www.westriver.com.my.</p>

Explanation for departure :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>Dato' Sri Dr. Shahril Bin Mokhtar, who is an Independent Non-Executive Chairman ("Chairman") of the Company, is responsible for ensuring the integrity and effectiveness of the Board's governance process by instilling good corporate governance practices in the Company, acts as a facilitator at the meetings and ensures that Board proceedings comply with good conduct and best practices.</p> <p>The Chairman carries out a leadership role in the conduct of the Board and the primary responsibilities of the Chairman are, amongst others, as follows:</p> <ul style="list-style-type: none">• To lead the Board and to ensure the effectiveness of all aspects of the Board's role;• To ensure the efficient organisation and conduct of the Board's function and meetings; To facilitate the effective contribution of all Directors at Board meetings;• To promote constructive and respectful relations among Directors, and between the Board and management; and• To ensure effective communication with shareholders and relevant stakeholders. <p>Details of the responsibilities of the Chairman are set out in the Board Charter of the Company which made available on the Company's website at www.westriver.com.my.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The positions of the Chairman and Managing Director ("MD") are held by different individuals, namely Dato' Sri Dr. Shahril Bin Mokhtar and Mr Lim Yong Lai.</p> <p>There is clear separation of duties and responsibilities to ensure a balance of power and authority so that no one individual has unfettered powers of decision making.</p> <p>The Independent Non-Executive Chairman is responsible for orderly conduct and function of the Board as well as leads and manages the Board by focusing on strategy, governance and compliance. Whereas the MD overall responsible for the Group's business performance, manages the Group in accordance with the strategies, instructions and directions of the Board and ensuing organisational effectiveness and implementation of Board policies and decision approved by the Board. The MD also responsible for the day-to-day operations of the Group, within the authorities as delegated by the Board.</p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
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

<i>Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.</i>			
Application	: Applied		
Explanation on application of the practice	: Dato' Sri Dr. Shahril Bin Mokhtar, the Independent Non-Executive Chairman of the Company is not a member of the ARMC, NC and RC, nor he is invited to any of the committees' meetings to ensure no interference in any deliberations of the Board Committees in order to avoid impairing the credibility of the discussions.		
Explanation for departure	:		
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Timeframe	: <table border="1" style="display: inline-table; vertical-align: middle;"> <tr> <td style="width: 150px; height: 30px;"></td> <td style="width: 150px; height: 30px;"></td> </tr> </table>		

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	:	<p>The Board is supported by two (2) qualified and competent Company Secretaries to provide support and guidance in advising the Board on all secretarial matters of the Company in relation but not limited to Companies Act 2016 ("the Act"), ACE Market Listing Requirement ("AMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities") and Malaysian Code on Corporate Governance 2021 ("MCCG 2021"). The Company Secretaries also ensure that discussions at Board and Board Committee's meetings are well documented.</p> <p>Both Company Secretaries are member of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA) and are qualified to act as Company Secretary pursuant to Section 235(2) of the Act.</p> <p>They are suitably qualified, competent and capable of carrying out the duties required and have regularly attended training/seminars conducted by The Malaysian Institute of Chartered Secretaries and Administrators (MAICSA) and other regulatory bodies to keep abreast on the changes to regulations and requirements.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>Unless otherwise agreed, the Board and its Committees are provided with sufficient notice of meeting together with the agenda and the relevant meeting papers were prepared by the Management at least seven (7) days prior to the meeting, to allow reasonable time for the Board and/or its Committees to review the meeting papers and to prepare for the deliberation on the issues to be considered at the respective meetings.</p> <p>For the financial year 31 December 2025 ("the financial year"), the Management continued leveraging on the usage of technology where meeting papers were circulated to the Directors in electronic form via email instead of distribution of hard copies prior to the Board and Board Committees' Meetings so as to accord sufficient time for the Directors to peruse the meeting paper.</p> <p>The deliberations and decisions at Board and Board Committee meetings are well documented and recorded in the minutes by the Company Secretaries, including matters where Directors abstained from voting or deliberation. The meeting minutes are circulated to the Board of Directors and the Committees members for comments in a timely manner before tabling for confirmation at the next respective meetings.</p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
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	:	<p>The Board has a formalised Board Charter, which sets out the roles, functions, composition, and processes of the Board. The Board Charter provides guidance to the Board, Board Committees, Directors and Management of the Company in the fulfilment of its roles, duties and responsibilities which are in line with AMLR and the principles of MCCG 2021.</p> <p>The Board Committees in performing their responsibilities delegated by the Board are guided by the Term of Reference (“TOR”) of the respective Board Committees as approved by the Board.</p> <p>The Board will review the Board Charter in accordance with the needs of the Company and any regulations that may bring an impact in the corporate governance practices of the Company to ensure its relevance and to update the Board Charter in relation to the responsibilities of the Board in discharging its governance function, if required.</p> <p>A copy of Board Charter is made available on the Company's website at www.westriver.com.my.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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 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 is published on the company's website.

Application	:	Applied
Explanation on application of the practice	:	<p>The Board noted the importance of the Code of Conduct and Ethics of the Company that emphasized the Company's commitment to conduct its business fairly, impartially and in full compliance with all applicable laws and regulations in Malaysia and in countries where the Company has operations, if any. The Company's professionalism, honesty and integrity must at all times be upheld in the Company's business dealings with customers, vendors, suppliers, contractors, government, regulators, investors, the business community as a whole and in the relationship of its own employees.</p> <p>Currently, the Board of Directors adheres to the Code of Conduct and Ethics for Company Directors issued by the Companies Commission of Malaysia. This Code of Conduct and Ethics provides good guidance for a standard of ethical behaviour for Directors based on trustworthiness and honest values that are acceptable and to uphold the spirit of responsibility including social responsibility in line with the legislation, regulations and guidelines for administrating a company.</p> <p>A copy of the Code of Conduct and Business Ethics is made available on the Company's website at www.westriver.com.my.</p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
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	:	<p>The Group acknowledges that any genuine commitment to detect and prevent actual or suspected unethical, illegal, improper, or other misconduct shall include a means for employees and other stakeholders to freely report their concerns without fear of reprisal or intimidation.</p> <p>The Board has established a whistleblowing policy and procedure (“the Policy”) to support the Company’s values and to provide a confidential process for all dealings with concerns.</p> <p>The Policy is designed to enable for all stakeholders including but not limited to employees, customers, suppliers, government bodies and financial institutions to raise genuine concerns of possible improprieties perpetrated within the Group. If any employee believes reasonably and in good faith that malpractice exists in the workplace, the employee should report to the ARMC Chairman immediately.</p> <p>The Policy is available on the Company’s website at www.westriver.com.my.</p> <p>For the financial year, there was no reported whistleblowing matter.</p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
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	:	<p>The Board recognises that as sustainability and its underlying environmental, social and governance issues become increasing material to the ability of companies to create durable and sustainable value and maintain confidence of their stakeholders, the Board leadership and oversight has integrated sustainability considerations in its corporate strategy, governance and decision-making, supported by management to ensure that sustainability governance is well structured and functions effectively across all levels of management.</p> <p>In line with strengthening sustainability and providing more comprehensive and strategic oversight of the Group's economic, environmental, the Group has adopted a sustainability policy to acts as the overarching policy framework for the Group's sustainability commitments. This Policy aims to provide guidance and create awareness among the Group's stakeholder of the Group's commitment and its strategic direction on sustainability.</p> <p>The Group strives to operate a socially, ethically and environmentally sound business across its value chain, aligned with its strategy for long-term profitability and economic prosperity. Despite challenging economic conditions amid an uncertain political environment, the Group continued its efforts to enhance business sustainability during the financial year.</p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		

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 to engage with the internal and external stakeholders have been adopted by the Company, details of which are disclosed in the Sustainability Statement of the Annual Report 2025.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The Boards have sufficient understanding and knowledge of the sustainability issues that are relevant to the Company and its business, to discharge its role effectively. The measures that the Board has taken to attain a better and more sustainable future are disclosed in the Sustainability Statement of the Annual Report 2025.</p> <p>During the financial year, the Company Secretary has updated the Board on the changes of the LR of Bursa Securities which are relating to information on sustainability issues including climate-related risks and opportunities.</p> <p>The Board had been constantly searching for suitable training programmes which are relevant to the Company and its business in order to equip the Directors with environment, social and governance competency.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The review of the performance of the Board in addressing the Company’s material sustainability risks and opportunities are included in the Board’s performance evaluation. However, the Board currently does not have in place a review of the performance of the senior management.	
		To address this, the Board will explore ways to embed sustainability related review into the senior management’s performance evaluation, moving forward.	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	Adopted
Explanation on adoption of the practice	:	The key senior management team, directed by the Managing Director, Mr Lim Yong Lai, reports to the Board and is responsible for managing sustainability practices, policies, and procedures to improve sustainability performance.

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	:	<p>The NC reviewed and monitored the tenure of each independent directors annually to ensure they do not exceed a term limit of nine years as recommended by the MCCG 2021.</p> <p>The NC also conducted annual assessment of the performance of the Director individually and the Board as a whole for the financial year, as well as the independency of the Independent Directors before reports to the Board. By conducting the annual assessment, the NC assisted the Board in reviewing the required mix of skill, experience and other qualities of the Board on an annual basis, including core competencies which a Non-Executive Director should bring to the Board.</p> <p>In April 2026, the NC reviewed the composition of Board and its Board Committees and assessed the performance of the Directors who were due for retirement ("retiring Directors"), however, both the retiring Directors have indicated their intention not to seek for re-election at the Company's Annual General Meeting ("AGM") to be held in June 2026.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The Independent Directors represented more than half of the Board composition, which in line with this Practice 5.2, i.e. to have at least half of the board comprises independent directors.</p> <p>The Company had complied with the requirement of Rule 15.02 of AMLR to have at least two (2) Directors or 1/3 of the Board, whichever is higher, are Independent Directors.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	
Explanation on application of the practice	:	The Board noted that the tenure of an independent director shall not exceed a cumulative term limit of nine years. Currently, there is no Independent Director who served beyond nine years.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	<p>The Board has at all times promoted and welcomed diversity and gender mix in its composition and this is reflected in the Board's composition comprising of different skill sets, experience, age, gender and background.</p> <p>The NC is responsible for identifying, assessing and recommending the right candidates to the Board as well as reviewing and assessing the composition and overall performance of the Board. In making its recommendations, the NC will consider, among others, the mix of skills, knowledge, experience, diversity (including gender diversity), background, integrity, competence, time commitment and independence in order to meet the strategic objectives and business requirements of the Group.</p> <p>The profile and background of each Director is included in the Annual Report 2025.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The NC holds the primary responsibility for screening, evaluating, and nominating new Board members for appointment.</p> <p>In determining the process for identifying suitable candidates, the NC ensures a thorough review is conducted to assess the qualifications and suitability of the nominated candidates. When necessary, members of the NC shall meet with the potential candidates to conduct assessments of their suitability for the position. This comprehensive process ensures that individuals selected for Board appointments possess the requisite qualifications and capabilities to contribute effectively to the Company's governance and strategic direction.</p> <p>Nominations may also come from a wide variety of sources, including Directors, senior employees of the Group, customers, shareholders, industry associations, recruiting firms and others.</p> <p>There was no new Director appointed during the financial year.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The profile of the retiring Directors are set out in the Annual Report 2025.</p> <p>However, both retiring Directors have indicated that they will not be seeking for re-election and will accordingly retire from their positions as Independent Non-Executive Directors of the Company upon the conclusion of the AGM.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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 NC is chaired by Ms Tan Yiing Fung, who is an Independent Non-Executive Director of the Company.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	The Board currently has two (2) women Directors, equivalent to 33.33% women representation on Board.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	Applied	
Explanation on application of the practice	:	<p>The Board acknowledges the importance of Boardroom diversity and recognised the recommendation of MCCG 2021 by incorporated the Boardroom Diversity Policy in the Board Charter of the Company.</p> <p>Currently, there are two (2) female members on the Board which representing 33.33% of the total Board members. The female Directors provide the Board with gender diversity that serves to bring value to the Board's discussion from different perspectives and approaches as well as different leadership style.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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.

<i>Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.</i>	
Application	: Applied
Explanation on application of the practice	: <p>The Board, Board Committees and individual Directors are assessed annually by the NC on the following:</p> <ul style="list-style-type: none"> i. Effectiveness of the Board as a whole; ii. Contribution and performance of each individual Director; iii. Contribution and performance of each of the Board Committees (i.e. ARMC, NC and RC); and iv. Independence of the Independent Non-Executive Directors. <p>Annual assessments are conducted and each of the Directors is given the opportunity to provide feedbacks on the effectiveness of the Board as a whole and each individual's performance and contribution to the Board.</p> <p>The results of all the assessments are then collated by the Company Secretary and tabled to the NC for deliberation. The NC is satisfied with the effectiveness of the Board and the Board Committees based on the annual assessments conducted. The results of the assessment were affirmed by the Board.</p>
Explanation for departure	:
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	There is no formal Group policy determining Board’s and Senior’s Management remuneration.	
		The Board has established a formal and transparent process for approving the remuneration of the INEDs and Executive Directors (“EDs”), whereby the RC is responsible to oversee the function of remunerating the Board in a manner that attracts, retains and motivates Director and recommending the remuneration package of Directors and members of the senior management to the Board.	
		The RC carries out reviews when appropriate and refers to remuneration surveys and consultants to assist in determining the appropriate level of reward which is competitive and consistent with the corporate objectives.	
		The Board approves and recommends the remuneration of the INEDs, EDs and senior management annually based on the RC’s review and recommendations.	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	<p>The Board has set up a RC which comprises of exclusively Independent Non-Executive Directors in order to assist the Board for determining the Director's remuneration.</p> <p>The RC reviews and recommends to the Board annually on the Board's remuneration package that reflect their respective contributions for the year which is subject to the Group's financial performance, achievement of the goals and/or quantified organisational targets as well as strategic initiatives set at the beginning of each year.</p> <p>Non-Executive Directors' fees are determined by the Board as a whole with the Director concerned abstaining from deliberations and voting on decisions in respect of his fee.</p> <p>The Terms of Reference of the RC is made available to public at the Company's website at www.westriver.com.my.</p>
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
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	:	Detailed disclosure of individual director remuneration is provided in the table below.

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Dato' Sri Dr. Shahril Bin Mokhtar	Independent Non-Executive Chairman	51	-	-	-	-	-	51	-	-	-	-	-	-	-
2	Lim Yong Lai	Managing Director	-	-	-	-	-	-	--	-	-	154	-	9	-	163
3	Cheong Wee Kim	Executive Director	-	-	-	-	-	-	-	-	-	154	-	-	-	154
4	Tan Yiing Fung	Independent Non-Executive Director	28	-	-	-	-	-	28	-	-	-	-	-	-	-
5	Kho Zhen Qi	Independent Non-Executive Director	33	-	-	-	-	-	33	-	-	-	-	-	-	-
6	Wong Kian Leon	Independent Non-Executive Director	33	-	-	-	-	-	33	-	-	-	-	-	-	-

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 opts not to disclose the senior management's remuneration on a named basis due to the confidentiality and sensitivity of the remuneration package of senior management as well as security concerns.	
		The Board assures that the remuneration packages of Senior Management are evaluated and reviewed annually and adjustments to their remuneration are based on their individual performance and contributions in the preceding year, with these reviews and adjustments being contingent upon the overall performance of the Group.	
		The Company has however disclosed the remuneration in range for key senior management in the Annual Report 2025.	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

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 ARMC is chaired by Mr. Wong Kian Leon, the Independent Non-Executive Director. He is not the Chairman of the Board.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	<p>The Company recognised the need to uphold independence of its external auditors and that no possible conflict of interest or whatsoever should arise.</p> <p>Currently, none of the members of the Board or the ARMC of the Company has served as former audit partners of the external auditors appointed by the Group. The Company will observe the cooling-off period of at least three (3) years in the event any potential candidate to be appointed as a member of the ARMC was an audit partner of the external auditors of the Group, and this practice is adopted under the TOR of ARMC.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	<p>The ARMC has established a transparent and appropriate relationship with the Company's External Auditors. The Auditors will highlight to the ARMC and the Board on matters that require the Board's attention.</p> <p>The ARMC is responsible for reviewing the audit, recurring audit-related matters, and non-audit services provided by the External Auditors. The ARMC has been explicitly accorded the power to communicate directly with the External Auditors. The terms of engagement for services provided by the External Auditors are reviewed by the ARMC prior to making recommendation to the Board for approval. The effectiveness and performance of the External Auditors will be reviewed annually by the ARMC.</p> <p>To assess or determine the suitability and independence of the External Auditors, the ARMC has taken into consideration of the following:</p> <ol style="list-style-type: none">i. the adequacy of the experience and resources of the external auditors;ii. the external auditor's ability to meet deadlines in providing services and responding to issues in a timely manner as contemplated in the external audit plan;iii. the nature and extent of the non-audit services provided by the external auditor and the appropriateness of the level of fees paid for such services relative to the audit fee; andiv. whether there are safeguards in place to ensure that there is no threat to the objectivity and independence of the audit and avoid situations where the audit firm inadvertently assumes the responsibilities of management in the course of providing non-audit services or tenure of the external auditor. <p>Annual appointment or re-appointment of the External Auditors is subject to shareholders' approval at the AGM, based on the recommendation of the Board. The External Auditors are being invited to attend the AGM of the Company to response and reply to any shareholders' enquiries on the conduct of the statutory audit and the preparation and contents of the audited financial statement.</p>

	The ARMC is satisfied with the competence and independence of the External Auditors for the financial year. Having regard to this, the Board has adopted the ARMC's recommendation to seek shareholders' approval at the forthcoming AGM for the reappointment of the External Auditors of the Company.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	Currently, the ARMC comprises of three (3) members. All of whom are 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	:	<p>All members of the ARMC are financially literate, assisting the Board in overseeing and scrutinising the process and quality of the financial reporting to ensure accuracy, adequacy and completeness of the report, as well as compliance with the relevant accounting standards.</p> <p>The members of the ARMC have the relevant experience and expertise in finance and accounting. They have carried out their duties in accordance with the TOR of the ARMC. The qualification and experience of the individual ARMC members are disclosed in the Directors’ Profile in the Annual Report 2025.</p> <p>All members of ARMC undertake and will continue to undertake continuous professional development to keep themselves abreast of relevant developments in accounting and auditing standards, practices and rules as and when required to enable them to effectively discharge their duties.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	<p>The Board acknowledges that risk management is an integral part of the Group business operations. It is an ongoing process which involves different levels of managements to identify, evaluate, monitor and manage and mitigate the risks that may affect the achievement of its business and corporate objectives.</p> <p>Significant issues related to internal controls and risk management are highlighted to the Board. If deemed necessary, consultation from external parties shall be sought for issues in which the Board needs professional opinions or clarification.</p> <p>Details of the Group's risk management and internal control framework are set out in its statement on Risk Management and internal control of the Company's Annual Report 2025.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The Board regards risk management and internal control as an integral part of business operations. An approved Enterprise Risk Management (“ERM”) Framework is in place and provides guidance to both the Board and Management on risk management, governance and risk process.</p> <p>The ERM framework sets out the process towards risk identification, risk assessment, risk evaluation, risk treatment, monitoring and reporting of risk. Control effectiveness is reviewed to ensure adequate controls are in place to manage the risks identified.</p> <p>The details of the Group’s risk management and internal control framework is elaborated in the Statement on Risk Management and Internal Control of the Annual Report 2025, which has been reviewed by the External Auditors.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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 ARMC, comprised solely of independent directors, has taken the role to oversee the risk management function together with the management.

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	:	<p>The Group has outsourced its internal audit function to a professional services firm, GovernanceAdvisory.com Sdn. Bhd. to provide independent assessment and assurance on the adequacy and effectiveness of the Group's system of internal control to the ARMC.</p> <p>The responsibilities of the Internal Auditors include providing independent and objective reports on the state of internal controls and the significant operating units within the Group. These reports are then presented to the ARMC, along with identification of weaknesses in the systems and recommendations for improving such systems or implementation of control procedures. The Internal Auditors also performed follow-up audits subsequently to ensure that corrective actions had been implemented.</p> <p>The details of the internal audit function are set out in the ARMC report of the Annual Report 2025.</p>	
Explanation for departure	:		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>			
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	:	<p>The Group's internal audit function is outsourced to a professional services firm namely GovernanceAdvisory.com Sdn. Bhd. ("the Internal Auditors"), headed by Mr Wong Tchen Cheg, who is an associate member of The Institute of Internal Auditors Malaysia (IIAM), a member of Malaysia Institute of Accountants and CPA Australia. He has vast experience and exposure in the field of Internal Audit.</p> <p>A total of four (4) staff members were deployed for the internal audit reviews during the year under purview. The internal audit reviews were conducted using a risk-based approach and were guided by the International Professional Practice Framework. The Internal Auditors report directly to the ARMC and are provided full access to all the documents relating to the Company and Group's Governance, Financial and Operational aspect divisions.</p> <p>None of the internal audit personnel has any relationships or conflict of interest that could impair their objectivity and independence in conducting their internal audit functions.</p> <p>None of the persons involved have any family relationship with the Directors or Company which could result in the conflict of interest and/or impairment of the objectivity and independence during the internal audit review.</p>
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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	:	<p>The Board recognises that information is the lifeblood of capital market and effective communication between the Group and its stakeholders is imperative for informed decision-making. The Group also places strong emphasis on the importance of timely and equitable dissemination of information to shareholders and other stakeholders. Whilst the Group endeavours to provide as much information as possible to its stakeholders, it is mindful of the legal and regulatory framework governing the release of material and price-sensitive information.</p> <p>The communication channels used in the Company’s engagement with its stakeholders include:</p> <ul style="list-style-type: none"> a) The Company’s website; b) Announcements via Bursa Link; c) Annual Reports; and d) General Meetings.
Explanation for departure	:	
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
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	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	<p>The Board recognises the AGM as an invaluable platform for shareholders to engage both the Board and Senior Management in a productive dialogue and provide constructive feedback that contributes to the overall performance of the Group. The Board therefore endeavours to provide shareholders with adequate time to consider the resolutions that will be discussed and decided upon during the AGM and to facilitate informed decision-making by the shareholders.</p> <p>The Notice of the 3rd AGM with the detailed Agenda, Administrative Details with regards to the information on the conduct of the 3rd AGM were announced to Bursa Securities and published on the Company's website 28 clear days prior to the AGM held on 26 May 2026. The notice of AGM was also published in a nationally circulated newspaper as required under AMLR of Bursa Securities.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	<p>The Board recognises that the presence of all Directors at general meeting will provide opportunity for shareholders to effectively engage with the Directors and allow shareholders to raise questions directly to specific Directors and Management of the Company.</p> <p>The Board will ensure that all Directors attend the 3rd AGM of the Company, which is also the first AGM of the Company as a public listed company. The Board will ensure that sufficient opportunities are given to shareholders to raise issues relating to the affairs of the Company and that adequate responses are given.</p> <p>Additionally, the external auditors and the key senior management of the Company are invited to provide their professional clarification and respond to the queries that raised by the shareholders.</p>	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
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	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The upcoming AGM of the Company would be conducted physically. The notice of general meeting to shareholders will contain the relevant information pertaining to the resolutions to be tabled and shareholders may contact the Company for clarification by contacting the personnel whose emails and telephone numbers are published at the Company’s website.
	:	The Shareholders are allowed to appoint any person(s) as their proxies to attend, participate, speak and vote in his stead at a general meeting. The Company may consider exploring a suitable and reliable system to facilitate voting in absentia and remote participation by shareholders in future.
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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.

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.</i>	
Application :	Applied
Explanation on application of the practice :	As the forthcoming 3rd AGM represents the Company's first AGM as a public listed company, the Chairman of the Board will ensure that the upcoming 3 rd AGM support meaningful engagement between the board, senior management and the shareholders. Sufficient opportunity will be provided to the shareholders to pose questions during the AGM and all the questions shall receive a meaningful response.
Explanation for departure :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
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	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	As the Company was only listed on 5 May 2025, the upcoming 3 rd AGM will be the Company's first AGM as a public listed company. The upcoming AGM of the Company would be conducted physically.
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
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.

<i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i>		
Application	:	Applied
Explanation on application of the practice	:	As the Company was only listed on 5 May 2025, the upcoming 3 rd AGM will be the Company's first AGM as a public listed company. The Company will ensure the minutes of the AGM to be circulated to shareholders no later than 30 business days after the AGM
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

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

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

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