CORPORATE GOVERNANCE REPORT

STOCK CODE	**:**	8885
COMPANY NAME	**:**	AVILLION BERHAD
FINANCIAL YEAR	**:**	March 31, 2025

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE
Disclosures in this section are pursuant to Rule 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 Exchangethat are required to comply with the above Guidelines.

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

Disclosures in this section are pursuant to Rule 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 is responsible for the overall oversight and management of the Group. The principal function of the Board is to manage all the significant matters as it is accountable under the applicable laws and regulations for the Group's activities, strategies, financial position and performance. The Board delegates certain functions to the Board Committees and the Management. The key matters reserved for the Board's approval are specified in the Board Charter and the approved Terms of Reference ("TOR") of the respective Board Committees. These include the Group's goals and strategies, financial plans and forecast, quarterly financial statements, public announcements and matter concerning the appointment or re-appointment of external auditors. The respective roles and responsibilities of the Board and Management are clearly set out and understood by both parties to ensure accountability.	
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 is chaired by Dato' Seri Jamil Bin Bidin, a Chairman, Independent Non-Executive Director who brings strong entrepreneurial and extensive leadership experience. His role is further strengthened by the Independent Directors, who provide the necessary effective checks and balances to support objective and well-informed decision-making at the Board level. As Chairman, he takes leading role in ensuring the effective functioning of the Board. He is responsible for steering the Board's deliberations in line with the Company's strategic direction, vision and corporate governance principles. In addition, he facilitates constructive engagement between the Board and Management, fostering clarity, mutual understanding and strategic alignment. In his role as the Chairman, he presides over all Board meetings, ensuring that each agenda item is given sufficient time for discussion and that all Directors are afforded equal opportunity to express their views. He facilities an environment of transparency, accountability and open dialogue, encouraging active and constructive participation from all Board members.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 1.3

The positions of Chairman and CEO are held by different individuals.

Application	:	Applied	
Explanation on application of the practice	:	The roles of Chairman and Chief Executive Officer ("CEO") are exercised by different individuals. The Board Charter provides a view of the segregation of powers and duties between them, and it is made available for reference on the Company's website. The purpose is to ensure that all Board members and Management on the Group's behalf are aware of their expending roles and responsibilities. The Chairman is responsible for managing the conduct of the Board and ensuring its effectiveness, including making sure that all directors receive sufficient relevant information on all financial, business, operation and corporate matters to enable each of them to participate actively and effectively in the Board's decisions. The CEO is responsible for the efficient and effective management of the business operations and strategic direction of the Group.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 1.4

The Chairman of the Board should not be a member of the Audit Committee, Nomination Committee or Remuneration Committee

Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.			
Application	:	Applied	
Explanation on application of the practice	:		
Explanation for departure	:	Dato' Seri Jamil Bin Bidin, the Chairman, Independent Non-Executive of the Board Director, is not a member of the Nomination Committee, Audit Committee or Remuneration Committee. However, the Chairman participates to attend Committee meetings from time to time at the discretion of the respective Committees, given his extensive experience and strategic insight which add value to the review and deliberation processes, enhancing the overall effectiveness of the Committees in discharging their responsibilities. As the Chairman abstains himself from the decision-making process for all proposals and matters presented for approval during themeetings, his participation does not undermine objectivity. Furthermore, all Board Committees are comprised exclusively of Independent Non-Executive Directors, which help to safeguard independence. The roles, responsibilities and authority of each Committee are clearly defined in their respective Terms of Reference (TOR), ensuring proper governance, role clarity and accountability.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 1.5

The Board is supported by a suitably qualified and competent Company Secretary to provide sound governance advice, ensure adherence to rules and procedures, and advocate adoption of corporate governance best practices.

Application	:	Applied
Explanation on application of the practice	:	The Board is supported by two (2) qualified and competent Company Secretaries who are responsible to advise and regularly update the Board on good governance, board policies, and procedures and corporate compliances. They undertake the following key roles and responsibilities within the Group: 1) Manage the logistics of all Board and Board Committee meetings. Record and keep the attendance and minutes of all Board and Board Committee meetings. Ensure that deliberations at the Board and Board Committee meetings are well documented and subsequently communicated to the relevant Management personnel for appropriate actions. Update the Board on follow-up actions by the Management. Action items would stay as matters arising in the minutes of meetings until they are resolved. 2) Provide support to the Board in fulfilling its fiduciary duties and leadership role in shaping the corporate governance ("CG") of the Group. In this respect, they play an advisory role to the Board, particularly with regards to the Company's constitution, Board policies and procedures, CG best practices and its compliance with regulatory requirements, codes, guidance and legislation. 3) Ensure that the due processes and proceedings of annual general meetings are in place and properly managed. Assist the Chairman and the Board to conduct the meeting and ensure the minutes are properly recorded, particularly the questions raised by shareholders. 4) Monitor the developments of CG and assist the Board in applying best practices to meet the Board's needs and stakeholders' expectations. 5) Whilst Investor Relations is generally involved in communication and engagement with stakeholders, the Company Secretaries play an important role in advising the Board on principles and best practices in CG and ultimately become the focal point for

	shareholders in relation to CG issues affecting the Company as a listed entity.	
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	:	Reasonable notice of meetings and the agenda on the business to be conducted at the meetings were circulated to all directors one (1) week before each meeting. Each Board member was supplied in advance with an agenda, which included minutes of previous meetings, financial reports and other reports relevant to the meeting, allowing the directors sufficient time to review and to deliberate at the Board meetings and to facilitate informed decision-making. Management representatives were also present to provide additional insight on matters to be discussed during the Board 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 a demarcation of responsibilities between the 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 responsibilities and duties of all the Board Members, Board Committees and Management are clearly stated in the Board Charter, and it is made available for reference on the Company's website. It serves to ensure that all the parties mentioned above who act on the Group's behalf are aware of their expanding roles and responsibilities. It is reviewed and updated from time to time to reflect changes to the amendments of relevant rules and regulations. The Management is accountable for the execution of the corporate objectives and policies set by the Board. The Board has delegated specific responsibilities to the Committees to assist the Board in the effective operations and the governance of the Group. The functions and TOR of the Committees have been defined by the Board in the TOR of the respective Committees. These Committees are the Audit Committee, Nomination Committee and Remuneration Committee. The TOR of these Committees are available on the Company's website. The duties and responsibilities of the Chairman and CEO are distinct and separate with clear division of responsibilities. The Chairman is responsible for managing the conduct of the Board and ensuring its effectiveness including ensuring all directors receive sufficient relevant information on all financial, business, operational and corporate matters to enable each of them to participate actively and effectively in Board decisions. The CEO is responsible for the efficient and effective management of the business operations and strategic direction of the Group.
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 a Code of Ethics and Conduct for the directors and employees, which are available on the Company's website at https://www.avillionberhad.com/our-company/corporate-governance/	
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 formalised the Company's Whistleblowing Policy and Procedures which enables employees and stakeholders to report genuine concerns about unethical behavior, malpractices, illegal acts or failure to comply with regulatory requirements. Any concern shouldbe raised with the immediate superior or reported to the Chairman and CEO. The findings on investigations on complaints received together with the proposed course of action will be reviewed by the Audit Committee for a decision. The Whistleblowing Policy and Procedures of the Company is available at the Company's website at https://www.avillionberhad.com/our-company/whistleblowing-policy-procedure/
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 strategicmanner 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 is responsible for overseeing the Group's sustainability agenda, practices, strategies and performances supported by the Management. The Management is tasked to integrate sustainability considerations inthe day-to-day operations of the Group and ensuring the effective implementation of the Group's sustainability strategies and plans. The Sustainability Statement of the Group which provides an overview of the sustainability performance for the financial year ended 31 March 2025, is set out on pages 43 to 57 of the Annual Report 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
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 Company believes in transparency and open lines of communication with all the stakeholders. Transparency and communication are fundamental components of good corporate governance and serve to build vital relationships of trust that the Company maintains with its stakeholders. The Company engages its stakeholders through various means of communication to enable them to better understand the Group's business operations and seek their feedback and input on matters relevant to them. The Group identified them through issues which are material based on their impact to the Group's operations and the number of stakeholders affected. A list of identified key stakeholders, engagement methods, areas of interest and the outcome of engagement during the financial year, are disclosed in the Sustainability Statement of the Annual Report 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
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	:	Taking note of the importance of sustainable development, the Group conducted a materiality assessment as part of the regular sustainability practice to ensure that the material matters remained relevant to the stakeholders. The details of the materiality assessment during the financial year are made available in the Sustainability Statement of the Annual Report 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
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	:	The Board of Directors and Board Committees' assessment and evaluation have been performed on yearly basis to assess the following areas:- • Board and Board Committee performance and effectiveness; • Board skills matrix; • Directors' performance and competency; and • Directors' independence level. Based on the assessment and evaluation performed by each individual director and the Nomination Committee ("NC"), it was concluded that: (a) NC was satisfied that the directors had discharged their responsibilities in a commendable manner, acted competently, contributed effectively to the Board and demonstrated full commitment to their duties as directors. (b) NC was satisfied with the current structure, size and composition of the Board which comprises people who possess different expertise and experience in various fields and specializations to enable the Board to lead and manage the Company effectively. (c) NC was satisfied with the performance and contribution of each individual director and each director is well qualified in his/her area of expertise and profession. (d) NC was satisfied with the level of independence demonstrated by the Independent Non-Executive Directors and their ability to act independently and objectively in the best interest of the Company.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		

Measure	:		
Timeframe	:		

Intended Outcome
The Company addresses sustainability risks and opportunities in an integrated and strategic manner to support its long-term strategy and success.

Practice 4.5- Step Up
The Board identifies a designated person within Management, to provide dedicated focus to manage sustainability strategically, including the integration of sustainability considerations in the operations of the Company.

Note: The explanation on adoption of this practice should include a brief description of the responsibilities of the designated person and actions or measures undertaken pursuant to the role in the financial year.		
Application	:	Not Adopted
Explanation on adoption of the practice	:	

Intended Outcome
Board decisions are made objectively in the best interests of the Company taking into account diverse perspectives and insights.

Practice 5.1
The Nomination Committee should ensure that the composition of the Board is refreshed periodically. The tenure of each director should be reviewed by the Nomination Committee and annual re-election of a director should be contingent on satisfactory evaluation of the director's performance and contribution to the Board.

Application	:	Applied
Explanation on application of the practice	:	The Nomination Committee performs a Board Assessment on an annual basis to ensure that the right group of people with the appropriate mix of skill are appointed. During the financial year, the Nomination Committee conducted an assessment of directors who are seeking for re-election at the forthcoming 33rd Annual General Meeting ("33rd AGM") and concluded that Datin Norizan Binti Idris and Mr. Fong Wai Leong are eligible for re-election pursuant to Clause 100 and Dato' Seri Jamil Bin Bidin, Mr. Ho So Woon, Mr. Chistopher Lawrence Bachran, and Mr. Li, Anwei are eligible for re-election pursuant to Clause 107 of the Company's Constitution. The Board had approved and proposed the re-election of Dato' Seri Jamil Bin Bidin, Mr. Ho So Woon, Datin Norizan Binti Idris, Mr. Chistopher Lawrence Bachran, Mr. Li, Anwei, and Mr. Fong Wai Leong at the forthcoming 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 5.2
At least half of the Board comprises independent directors. For Large Companies, the Board comprises a majority independent directors.

Application	:	Applied	
Explanation on application of the practice	:	The Board currently consists of Six (6) members, composed of the Independent Non-Executive Chairman, one (1) Executive Director and four (4) Independent Non- Executive Directors.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Board decisions are made objectively in the best interests of the Company taking into account diverse perspectives and insights.

Practice 5.3
The tenure of an independent director does not exceed a cumulative term limit of nine years. Upon completion of the nine years, an independent director may continue to serve on the Board as a non-independent director.

If the Board intends to retain an independent director beyond nine years, it should provide justification and seek annual shareholders' approval through a two-tier voting process.

Application	:	Applied	
Explanation on application of the practice	:	The tenure of the independent directors on the Board do not exceed a cumulative term limit of nine (9) years.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Board decisions are made objectively in the best interests of the Company taking into account diverse perspectives and insights.

Practice 5.4 - Step Up
The Board has a policy which limits the tenure of its independent directors to nine years without further extension.

Note: To qualify for adoption of this Step Up practice, a listed issuer must have a formal policy which limits the tenure of an independent director to nine years without further extension i.e. shareholders' approval to retain the director as an independent director beyond nine years.		
Application	:	Adopted
Explanation on adoption of the practice	:	The Company has established in the Board Charter, a policy specification to limit the tenure of its Independent Directors to nine (9) years. An Independent Director may continue to serve the Board subject to the re-designation of the Independent Director as a Non-Independent Director.

Intended Outcome
Board decisions are made objectively in the best interests of the Company taking into account diverse perspectives and insights.

Practice 5.5
Appointment of Board and senior management are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender.

Directors appointed should be able to devote the required time to serve the Board effectively. The Board should consider the existing Board positions held by a director, including on Boards of non-listed companies. Any appointment that may cast doubt on the integrity and governance of the Company should be avoided.

Application	:	Applied	
Explanation on application of the practice	:	The composition of the Board represents a good mix of knowledge, skills and experience to ensure that the Group is competitive within its industry. The Board, through the Nomination Committee, will consider appropriate targets for appointment as Board members in terms of gender, ethnicity and age and will take required measures to meet those targets from time to time if deemed necessary to enhance the effectiveness of the Board. The Board complies with Paragraph 15.02 of the Main Market Listing Requirements which requires that at least two directors or one third of the Board of the Company, whichever is higher, to be independent directors. The Board is composed of 5 males and 1 female to ensure a good mix of gender as well. This composition and combination of different skills ensures an effective Board decision-making process and enables the Board to efficiently lead and control the Group.	
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 appointments 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 Nomination Committee should explain why these source(s) suffice and other sources were not used.

Application	:	Applied
Explanation on application of the practice	:	Appointments of new Directors are undertaken by the Board as a whole after considering the recommendations of the Nomination Committee. Potential candidates may be proposed by any current Board member, shareholder or senior management personnel or by utilising independent sources such as recruitment firms or through industry associations. In considering potential candidates for appointments, the Nomination Committee undertakes a thorough review of the candidate's criteria, amongst others, qualifications, skills, knowledge, expertise, experience, personal attributes and the capability to devote the necessary time and commitment to the role. During the financial year, four (4) new directors were appointed to the Board, namely Dato' Seri Jamil Bin Bidin, Mr. Christopher Lawrence Bachran, Mr. Ho Soo Woon and Mr. Li, Anwei. When considering the nomination of directors, the Nomination Committee took into account the directors' ability to devote sufficient time and attention to properly fulfill their responsibilities. Besides attending all meetings of the Board and Board Committees on which they serve, each member is expected to be present in all shareholders' meetings, major company events and to participate in continuing training programs. The proposed date for AGM have been notified to all Board members in advance, to enable all directors to be present at the meeting and engage with the shareholders. The proposed candidates were also required to confirm that they meet the criteria for an independent director as prescribed in the MMLR of Bursa Securities and its Practice Note 13 prior to recommending to the Board for approval of their proposed appointment as 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 5.7
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 details of the Directors seeking for re-election at the AGM, including their qualifications, working experience, directorship in other public listed companies, relationship with any Director or major shareholder and conflict of interests with the Company, are set out in the Profile of Directors section as disclosed in the Annual Report 2025. The details of the interests of the Directors in the securities of the Company and attendance at the Board of Directors' meetings held during the financial year ended 31 March 2025 are also disclosed in the Annual Report. Based on the assessment of the Nomination Committee, Dato' Seri Jamil Bin Bidin, Mr. Li, Anwei, Mr. Ho So Woon, Datin Norizan Binti Idris, Mr. Chistopher Lawrence Bachran and Mr. Fong Wai Leong are eligible for re- appointment. The Board had subsequently resolved that the re-electionof Dato' Seri Jamil Bin Bidin, Mr. Li, Anwei, Mr. Ho So Woon, Datin Norizan Binti Idris, Mr. Chistopher Lawrence Bachran and Mr. Fong Wai Leong as directors be tabled for the shareholders' approval at the upcoming 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 Nomination Committee is chaired by an Independent Director or the Senior Independent Director.

Application	:	Applied	
Explanation on application of the practice	:	The Nomination Committee of the Company is chaired by an Independent Non-Executive Director and is composed of two (2) other Independent Non-Executive Directors.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Board decisions are made objectively in the best interests of the Company taking into account diverse perspectives and insights.

Practice 5.9
The Board comprises at least 30% women directors.

Application	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	As at the date of issuance of this report, there is one (1) woman Director on Board. The Board acknowledges the call by the Government and Malaysian Code on Corporate Governance ("MCCG") for boards to comprise at least 30% women on Board. The Board is mindful that any gender representation should be in the best interests of the Company. Although the Company has not reached the 30%-woman representation target at Board level as required, the Board is putting its effort in getting other suitable women who could meet the objective criteria, merit and with due regard for diversity in skills, experience, age to join the Board.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Board decisions are made objectively in the best interests of the Company taking into account diverse perspectives and insights.

Practice 5.10
The Board discloses in its annual report the Company's policy on gender diversity for the Board and senior management.

Application	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The Board currently does not have a formal policy on its boardroom or gender diversity. The evaluation and selection criteria of a director are very much dependent on the effective blend of knowledge, skills, competencies, experiences and time commitment of the new Board member. Nonetheless, the Board is supportive of gender diversity in the boardroom composition as recommended by the MCCG and will endeavour to consider suitable and qualified female candidates for appointment to the Board.	
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 Nomination Committee had carried out an evaluation of the effectiveness of the Board and Board Committees and individual directors. This includes the Role and Responsibilities of the Board; the Board composition; Information to the Board; Conduct of Board meetings, Performance Evaluation on Board and Board Committees and Directors' self-assessments. The Nomination Committee reviewed the outcome of the evaluation exercise and the areas for continuous improvement. The Board viewed that it is important to have boardroom diversity such as diversity in ethnicity, gender and age. The Nomination Committee's assessment criteria have been extended to include the elements specified in the Directors' Fit and Proper Policy adopted by the Board, such as personal integrity, time andcommitment. This policy also serves as a guide for the NominationCommittee and the Board in their review and assessment of candidatesthat are to be appointed as well as Directors who are seeking for re-election, and ensures that they possess the necessary quality andcharacter as well as integrity, competency and commitment. The policyis accessible on the Company's website at https://www.avillionberhad.com/our-company/corporate-governance/. The Board is satisfied with the board composition in terms of the mix of skills, expertise, experience, age and cultural background. The Board will look into further appointing qualified women as directors which is in line with the Practice 5.9 above.
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	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The remuneration of Directors shall be the ultimate responsibility of the full Board after considering the recommendations of the Remuneration Committee. The remuneration of the CEO was determined fairly based on the performance and the profitability of the Group as a whole. The Directors' remuneration is at the discretion of the Board, taking into account the comparative market rates that commensurate with the level of contribution, experience and participation of each Director. The overriding principle adopted in setting the remuneration packages for the CEO by the Remuneration Committee is to ensure that the Company attracts and retains the appropriate Directors of the calibre needed to run the Group successfully. The determination of the remuneration for Non-Executive Directors is a matter of the Board as a whole. The level of remuneration for Non-Executive Directors reflects the amount paid by other comparable organisations, adjusted for the experience and levels of responsibilities undertaken by the particular Non-Executive Directors concerned. The remuneration package of Non-Executive Directors will be a matter to be deliberated by the Board, with the Director concerned abstaining from deliberations and voting on deliberations in respect of his individual remuneration. In addition, the Company also reimburses reasonable out-of-pocket expenses incurred by all the Non-Executive Directors in the course of their duties as Directors of the Company. The aggregate annual Directors' fees are to be approved by shareholders at the AGM based on recommendations of the Board.

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 Remuneration Committee has written Terms of Reference which deals with its authority and duties andthese Terms are disclosed on the company's website.

Application	:	Applied	
Explanation on application of the practice	:	The Remuneration Committee was established to assist the Board in establishing formal and transparent remuneration policies and procedures for directors and Key Senior Management personnel of Avillion Berhad and its subsidiaries including the CEO of the Company. Full details of the functions and duties of the Remuneration Committee are stated in its TOR which is available on the Company's website. The Remuneration Committee comprises exclusively Independent Non-Executive Directors.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

Stakeholders are able to assess whether the remuneration of directors and senior management is commensurate with their individual performance, taking into consideration the Company's performance.

Practice 8.1

There is detailed disclosure on named basis for the remuneration of individual directors. The remuneration breakdown of individual directors includes fees, salary, bonus, benefits in-kind and other emoluments.

Application	:	Applied
Explanation on application of the practice	:	The details of the individual directors' remuneration for the financial year ended 31 March 2025 with breakdown into salaries, fees, statutory contribution, other emoluments, and benefits-in-kind are disclosed in the Corporate Governance Overview Statement of the Group's Annual Report 2025, as well as the table below.

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Statutory Contributions	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Statutory Contributions	Benefits-in-kind	Other emoluments	Total
1	Dato' Seri Jamil Bin Bidin (appointed 12 Sept 24)	Chairman, Independent Director	26,530	-	-	-	-	-	26,530	26,530	-	-	-	-	-	26,530
2	Datin Norizan Binti Idris	Independent Director	30,000	-	-	-	-	-	30,000	30,000	-	-	-	-	-	30,000
3	Mr. Fong Wai Leong	Chief Executive Officer and Executive Director	-	-	480,000	57,600	-	22,276	559,876	-	-	480,000	57,600	-	22,276	559,876
4	Mr. Christopher Lawrence Bachran (appointed 12 Sept 24)	Independent Director	16,583	-	-	-	-	-	16,583	16,583	-	-	-	-	-	16,583
5	Mr. Ho Soo Woon (appointed 12 Sept 24)	Independent Director	36,476	-	-	-	-	-	36,476	36,476	-	-	-	-	-	36,476
6	Mr. Li, Anwei (appointed 16 May 25)	Independent Director	-	-	-	-	-	-	-	-	-	-	-	-	-	-
7	Tan Sri Dato' Sri Samsudin Bin Hitam (retired on 12 Sept 24)	Independent Director	20,833	-	-	-	-	-	20,833	20,833	-	-	-	-	-	20,833
8	Mr. Taufiq Bin Abdul Khalid (resigned on 12 Sept 24)	Independent Director	20,833	-	-	-	-	-	20,833	20,833	-	-	-	-	-	20,833
9	Mr. Stephen Geh Sim Whye (resigned on 20 May 25)	Independent Director	40,054	-	-	-	-	-	40,054	40,054	-	-	-	-	-	40,054
10	Mr. Rungit Sign A/L Jaswant	Independent Director	50,000	-	-	-	-	-	50,000	50,000	-	-	-	-	-	50,000

	(resigned on 20 May 25)															
			241,309	-	480,000	57,600	-	22,276	801,185	241,309	-	480,000	57,600	-	22,276	801,185

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.

<table>
<tr><td>Application :</td><td colspan="2">Departure</td></tr>
<tr><td>Explanation on application of the practice :</td><td colspan="2"></td></tr>
<tr><td>Explanation for departure :</td><td colspan="2">The remuneration of the top two (2) Senior Management (including salary, bonus, benefit in kind and other emoluments) in each successive bands of RM50,000 during the financial year are as follows:-

<table><tr><th>Range of Remuneration (RM)</th><th>No. of Key Personnel</th></tr><tr><td>550,000 – 600,000</td><td>1</td></tr><tr><td>450,000 – 500,000</td><td>1[a]</td></tr><tr><td>100,000 – 150,000</td><td>1[b]</td></tr></table>
The Board considers the information of the said remuneration to be sensitive and proprietary in view of the competitive nature of the human resource market and to support the Company's efforts in retaining executive talents. The Board is of the view that the transparency and accountability aspects of corporate governance as applicable to Senior Management's remuneration are appropriately served by the disclosures on an aggregate basis.</td></tr>
<tr><td></td><td colspan="2"></td></tr>
<tr><td colspan="3">Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</td></tr>
<tr><td>Measure :</td><td colspan="2"></td></tr>
<tr><td>Timeframe :</td><td></td><td></td></tr>
</table>

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 Committee 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	:	As a measure to safeguard the independence and objectivity of the audit process, the Audit Committee has, in July 2022, incorporated a policy specification into the Audit Committee's TOR that governs the appointment of a former key audit partner to the Audit Committee. The Audit Committee's latest TOR requires a former key audit partner to observe a cooling-off period of at least three (3) years before he/she can be considered for appointment as a Committee member.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
There is an effective and independent Audit Committee.

The Board is able to objectively review the Audit Committee's findings and recommendations. The Company's financial statement is a reliable source of information.

Practice 9.3
The Audit Committee has policies and procedures to assess the suitability, objectivity and independence of the external auditor to safeguard the quality and reliability of audited financial statements.

Application	:	Applied
Explanation on application of the practice	:	The Audit Committee undertakes an annual assessment of the suitability and independence of the external auditors. The Audit Committee also had obtained assurance from the external auditors confirming that they have been independent throughout the audit engagement. The Audit Committee is satisfied with the external auditors' performance and will recommend their re-appointment to the Board and seek shareholders' approval during AGM. The Audit Committee ensures that the external auditors work closely with the Internal Auditors to enhance the effectiveness of the overall audit process. The Board has established a formal and transparent relationship with the external auditors. The Audit Committee meets with the external auditors, excluding the attendance of the Management and Executive Director at least once a year to facilitate an exchange of views on issues requiring attention.
Explanation for departure	:	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome
There is an effective and independent Audit Committee.

The Board is able to objectively review the Audit Committee's findings and recommendations.
The Company's financial statement is a reliable source of information.

Practice 9.4 - Step Up
The Audit Committee should comprise solely of Independent Directors.

Application	:	Adopted
Explanation on adoption of the practice	:	The Audit Committee comprises exclusively of Independent Non-Executive Directors.

Intended Outcome
There is an effective and independent Audit Committee.

The Board is able to objectively review the Audit Committee's findings and recommendations. The Company's financial statement is a reliable source of information.

Practice 9.5
Collectively, the Audit Committee should possess a wide range of necessary skills to discharge its duties. All members should be financially literate, competent and are able to understand matters under the purview of the Audit Committee including the financial reporting process.

All members of the Audit Committee should undertake continuous professional development to keep themselves abreast of relevant developments in accounting and auditing standards, practices and rules.

Application	:	Applied	
Explanation on application of the practice	:	The profile and background of the Audit Committee members are disclosed in the Profile of Directors on pages 36 to 38 of the Annual Report 2025. The Audit Committee members have been devoting sufficient time to updating their knowledge and enhancing their skills through appropriate continuing education programmes so as to enable them to sustain their active participation during deliberations. The Audit Committee members have attended several training programmes which include conferences, forum, seminars, workshops and briefings during the course of 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
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 the 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 is fully aware of its overall responsibility of continually maintaining a sound system of internal control, which covers not only financial control but also operational and compliance controls as well as risk management, and the need to review its effectiveness regularly in order to safeguard shareholders' investments and the Company's assets. The internal control system is designed to identify the risks to which the Group is exposed and mitigate the impacts thereof to meet the particular needs of the Group. As an effort to enhance the system of internal control, the Board, together with the assistance of the Group's Internal Audit function, will undertake to review the existing risk management process in place within the various business operations, with the aim of formalising the risk management functions across the Group. This function also acts as a source to assist the Audit Committee and the Board in strengthening andimproving current management and operating styles in pursuit of best practices.
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 the 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 recognizes the risk management and internal control system as a vital part of the Group's business operations. They acknowledge that all areas of the business activities involve a certain degree of risk andare therefore committed to ensure the adequacy and integrity of the system of risk management and internal control. The Board periodicallyreviews the adequacy, effectiveness, and reliability of the internal control system with an ongoing risk management process appropriate for the Group's diverse and dynamic business environment. In view of the inherent limitations in any system of internal controls, the system is designed to manage rather than eliminate the risk of failure toachieve the Group's business objectives. It therefore can provide only reasonable and not absolute assurance against material misstatement or loss.	
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 the 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	:	Not Adopted
Explanation on adoption of the practice	:	The Audit Committee together with the Management assumes the role of overseeing the risk management function of the Company.

Intended Outcome
Companies have an effective governance, risk management and internal control framework and stakeholders are able to assess the effectiveness of such a framework.

Practice 11.1
The Audit Committee should ensure that the internal audit function is effective and able to function independently.

Application	:	Applied	
Explanation on application of the practice	:	The Audit Committee is authorised by the Board to ensure the internal audit function is appropriately and adequately resourced in discharging its duties and responsibilities as stated out in its TOR. The Group's Internal Auditor reports to the Audit Committee and is guided by its approved TOR. The Internal Audit function provides the Board with an independent and balanced assurance on the adequacy and effectiveness of the risk management and internal control system by performing regular audits and follow up audits based on the risk based annual Audit Plan approved by the Audit Committee. Significant audit matters and recommendations for improvements are reported to the Management and Audit Committee with periodic follow up statuses on remedial actions taken.	
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 Board has established an Internal Audit function within the Company which is led by the Senior Management, Internal Audit Unit who reports directly to the Audit Committee. Details of the key elements of the Group's internal controls system are set out separately in the Statement on Risk Management and Internal Control and the Report of the Audit Committee in 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

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	:	The Company strives to promote a better understanding of the Group through investor relation activities. Apart from general meetings, the Company has in place the following initiatives to facilitate effective communication with its shareholders: (a) The Annual Report, which contains information such as Management Discussion and Analysis, financial statements, and information on the Audit Committee, Corporate Governance, Sustainability and Corporate Social Responsibility, and Risk Management and Internal Control; (b) Various announcements made to Bursa Securities, which include the timely release of financial results on a quarterly basis. Concurrent with these releases, the Company posts all announcements on its website; (c) Attending to shareholders' and investors' emails and phone enquiries; and (d) The Company's website at http://avillion.listedcompany.com/home.html under the Investor Relations section, which contain annual reports, quarterly report announcements, stock and other corporate information on Avillion Berhad. The website also provides the Investor Relations contact for shareholders to direct their queries or concerns to.
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	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	The Company may consider adopting integrated reporting based on a globally recognised framework in the near future.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Shareholders are able to participate, engage the Board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.1
Notice for an Annual General Meeting should be given to the shareholders at least 28 days prior to the meeting.

Application	:	Applied	
Explanation on application of the practice	:	The Company dispatches its Notice of Annual General Meeting ("AGM") to shareholders at least 28 days before the date of the meeting to enable shareholders to go through the Annual Report and papers supporting the resolutions proposed. The Notice of AGM which sets out the businesses to be transacted at the AGM, will also be published in a major local newspaper.	
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, Nomination, Risk Management and other committees provide meaningful responses to questions addressed to them.

Application	:	Applied	
Explanation on application of the practice	:	All the directors have presented themselves at the previous AGMs. The Audit Committee Chairman, the Nomination Committee Chairman and the Remuneration Committee Chairman were informed that questions relating to the Committee under their purview will be addressed by them accordingly.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
Shareholders are able to participate, engage the Board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.3
Listed companies should leverage technology to facilitate–

- voting including voting in absentia; and
- remote shareholders' participation at general meetings.

Listed companies should also take the necessary steps to ensure good cyber hygiene practices are in place including data privacy and security to prevent cyber threats.

Application	:	Applied	
Explanation on application of the practice	:	The Company's General Meetings have always been held at venues which are easily accessible by its shareholders. Shareholders are entitled to appoint representatives or proxy/proxies/Chairman to vote on their behalf in their absence. The Company is supportive of technologies that can facilitate remote shareholders' participation and voting. The Company will be conducting its upcoming Annual General Meeting ("AGM") through live streaming via Remote Participation and Voting ("RPV") facilities. By leveraging the RPV facilities, shareholders can participate remotely and cast their votes electronically. The Company's shareholders are entitled to appoint corporate representatives or proxy(s) to participate and vote on their behalf in their absence at the AGM via Remote Participation and Voting facilities.	
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	:	Shareholders are encouraged to participate and vote remotely during the Company's AGM using the Virtual Meeting Facilities. A registration link was provided to the shareholders in the Administrative Guide, which is released together with the Notice of AGM and made available on the Company's website and Bursa Securities' website. Prior to the AGM, the shareholders are allowed to submit any questions online by scanning the QR Code or clicking the link provided in the Administrative Guide. During the AGM, the shareholders are encouraged to submit typed questions in real time within the Q&A Box at the bottom of the messaging screen. Any questions can be submitted at any time until the announcement of the closure of Q&A session. The directors and Management had answered all the questions submitted prior or during the meeting during the Q&A session.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome
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 :	Applied
Explanation on application of the practice :	All Directors and Senior Management had attended the fully virtual AGM held on 12 September 2024 to engage directly with shareholders and be accountable for their stewardship of the Company. An Administrative Guide was released together with the Notice of AGM, whereby the shareholders are entitled to appoint proxy/proxies to participate and vote instead of shareholders themselves by submitting the Form of Proxy to the Registered Office of the Company not later than twenty-four (24) hours before the time appointed for the taking of poll at the meeting or adjourned meeting. The Company had appointed ShareWorks Sdn. Bhd. as Poll Administrator to conduct the poll by way of online voting and to provide a virtual meeting facility for the 32nd AGM held on12 September 2024. Prior to the AGM, the shareholders are allowed to submit any questions online by scanning the QR Code or click onto the link provided in the Administrative Guide. During the AGM, the shareholders are encouraged to submit typed questions in real time via the Q&A Box on the Virtual Meeting Facilities. Any questions can be submitted at any time until the announcement of the closure of Q&A session. The directors and Management will address the questions submitted prior or during the meeting accordingly.
Explanation for departure :	

Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure :		
Timeframe :		

Intended Outcome
Shareholders are able to participate, engage the Board and senior management effectively and make informed voting decisions at General Meetings.

Practice 13.6
Minutes of the general meeting should be circulated to shareholders no later than 30 business days after the general meeting.

Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.			
Application	:	Applied	
Explanation on application of the practice	:	The minutes of the 32nd AGM were made available to the shareholders on its website.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:	The Company will upload the Summary of Proceedings and Key Matter of the upcoming 33rd AGM no later than 30 business days after the AGM on its website.	
Timeframe	:	Within 1 year	

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

Click or tap here to enter text.

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 Exchangethat are required to comply with the above Guidelines.