

# CORPORATE GOVERNANCE REPORT

**STOCK CODE** : 5054  
**COMPANY NAME** : TRC SYNERGY 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.

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| <b>Application</b> | : | Applied |
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| <b>Explanation on application of the practice</b> | : | <p>The strategic direction and performance of the Group are overseen by the Board, which holds primary responsibility for the Group's collective stewardship. This mandate includes the oversight of corporate governance, the establishment of strategic goals, and the maintenance of rigorous controls over financial and operational activities. Furthermore, the Company's strategic objectives and policies are determined by the Board, while progress toward these milestones is continuously monitored. In this regard, all actions are guided by a Board Charter, which outlines the roles and responsibilities of Directors in alignment with the Malaysian Code on Corporate Governance ("the Code").</p> <p>A high standard of corporate governance is promoted through the implementation of the Board Charter, which serves to provide essential clarity to both Directors and Management regarding their respective functions. Through this framework, clear parameters and specific mandates are established for the Board committees, ensuring a disciplined approach to oversight. To maintain continued alignment with the Company's evolving operational needs and the latest regulatory recommendations, the Charter is subjected to periodic reviews. Furthermore, as a commitment to stakeholder transparency, the document is maintained on the Company's official website for public accessibility.</p> <p>To ensure the effective discharge of its duties, a structured delegation of authority has been established by the Board, with specific responsibilities entrusted to specialized Committees and Management. Under this framework, responsibility is assigned for the formulation of business plans, budgets, and long-term corporate strategies, alongside the rigorous oversight of the Group's financial</p> |
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|   | <p>and operational frameworks. Furthermore, the identification and management of operational risks are central to this mandate, which has been expanded to include the strategic oversight of sustainability-related risks and opportunities. By integrating these elements, the development and execution of robust risk-mitigation strategies are ensured, aligning the Group’s operational resilience with its broader sustainability commitments.</p> <p>Complementing this framework, the authority and responsibility for the management of the Group’s day-to-day business activities are delegated by the Board to the Group Managing Director and the Executive Directors. Under this remit, the oversight of business development and the execution of corporate strategies, business plans, and internal policies are ensured. Furthermore, the implementation of robust controls is managed by this executive leadership team, ensuring that the Board’s strategic objectives are effectively translated into the Group’s daily operations.</p> |  |
| <p><b>Explanation for departure</b></p>   | <p>:</p>  |  |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> |   |  |
| <p><b>Measure</b></p>   | <p>:</p>  |  |
| <p><b>Timeframe</b></p>   | <p>:</p>  |  |

## 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.

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| <b>Application</b>                                | : Applied  |
| <b>Explanation on application of the practice</b> | <p>During the financial year 2025 ("FY2025"), the Board was headed and chaired by Tan Sri Dr Ahmad Kamarulzaman Bin Ahmad Badaruddin. Under his leadership, primary responsibility was taken for upholding and maintaining a high standard of corporate governance. This commitment was extended to ensuring that such rigorous governance practices were permeated throughout the Company and its subsidiaries (the "Group"), reinforcing a culture of integrity at every level of the organization.</p> <p>The upholding of high corporate governance standards is recognized by the Chairman and the Board as a fundamental responsibility, directed toward the protection and enhancement of long-term shareholder value and the Group's financial performance. To this end, the Group's corporate governance practices and procedures are subjected to continuous evaluation. Where appropriate, the principles enshrined in the Malaysian Code on Corporate Governance are adopted and implemented to ensure the Group remains at the forefront of best practices.</p> <p>In fulfilling this mandate, the following key roles are discharged by the Chairman:</p> <ul style="list-style-type: none"><li>i. Board Leadership and Governance: Responsibility is held for the leadership, effectiveness, conduct, and overall governance of the Board.</li><li>ii. Agenda Setting and Coordination: In coordination with the Company Secretary, the agenda for each Board Meeting is established. To facilitate effective planning, the schedules for Board Meetings and the Annual General Meeting ("AGM") are pre-determined at the commencement of the year and communicated to all Directors.</li><li>iii. Deliberation and Decision-Making: Board Meetings are led impartially, with discussions conducted in a professional manner to ensure all agenda items are thoroughly deliberated. A boardroom environment is fostered where the expression of diverse views and constructive debate are encouraged, thereby facilitating informed decision-making by the Board.</li></ul> |

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|  | iv. Regulatory Compliance: Leadership is provided in ensuring the Company's adherence to all relevant laws and regulations, while best practices in corporate governance are continuously monitored and integrated. |  |
| <b>Explanation for departure</b> :   |   |  |
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| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |  |
| <b>Measure</b> :   |   |  |
| <b>Timeframe</b> :   |   |  |

### 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.

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| <b>Application</b>  | : | Applied   |
| <b>Explanation on application of the practice</b>   | : | <p>The importance of maintaining a clear division of power and responsibilities between the Chairman, Group Managing Director, and Executive Directors is recognized by the Board. This distinction is maintained to ensure an appropriate balance of power, authority, and accountability at the highest level of governance. Through this separation, the roles of the Chairman and the executive leadership are kept distinct, thereby facilitating objective oversight and promoting institutional accountability.</p> <p>Under this governance structure, responsibility for the leadership, effectiveness, conduct, and overall governance of the Board is held by the Chairman. Conversely, the implementation of the Group's strategic plans, policies, and Board-approved decisions is undertaken by the Executive Directors, supported by the Senior Management team. Furthermore, the day-to-day operations and business development of the Group are overseen by this executive team to ensure operational alignment with the Board's vision.</p> <p>During FY2025, the position of Chairman was held by Tan Sri Dr Ahmad Kamarulzaman Bin Ahmad Badaruddin. The executive leadership of the Company was comprised of Tan Sri Dato' Sri Sufri Bin Hj Mohd Zin (Managing Director), Dato' Abdul Aziz Bin Mohamad (Deputy Group Managing Director), and Dato' Richard Khoo Teng San (Executive Director).</p> |
| <b>Explanation for departure</b>  | : |   |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> |   |   |
| <b>Measure</b>  | : |   |
| <b>Timeframe</b>  | : |   |

## 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

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| <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> |   |
| <b>Application</b> :   | Applied   |
| <b>Explanation on application of the practice</b> :  | <p>Throughout FY2025, in alignment with the recommended corporate governance standards, the Chairman of the Board was not a member of the Audit and Risk Management Committee, the Nominating Committee, or the Remuneration Committee. Furthermore, the Chairman was not present as an invitee at any meetings held by these respective Committees during the period under review.</p> <p>The implementation of this practice reflects a firm determination by the Board to mitigate the risk of self-review and to prevent any potential loss of objectivity during Committee deliberations. Through the deliberate non-participation of the Chairman in these specialized forums, the maintenance of robust checks and balances is ensured. This separation of roles facilitates the independence of the recommendations put forth by the Board Committees, thereby reinforcing the integrity of the decision-making process at the Board level.</p> |
| <b>Explanation for departure</b> :   |   |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>   |   |
| <b>Measure</b> :   |   |
| <b>Timeframe</b> :   |   |

### 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.

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| <b>Application</b>   | : | Applied   |
| <b>Explanation on application of the practice</b>  | : | <p>The Board is supported by, and provided with direct access to, the expert advice and services of the Company Secretary. Responsibility is held by the Company Secretary for ensuring that all relevant meeting procedures, governance matters, applicable rules, and statutory regulations are strictly adhered to. Furthermore, the Board is continuously advised on emerging statutory requirements, while adherence to internal Board policies and procedures is meticulously overseen. The Board is briefed and updated by the Company Secretary on the proposed content and timing of material announcements to be made to regulators. All Board, Board Committee, and Shareholders' Meetings are attended by the Company Secretary to ensure that proceedings are properly convened and that accurate records are maintained accordingly.</p> <p>The Group Secretarial Department is led by Abdul Aziz Bin Mohamed, a Licensed Secretary under Section 235 of the Companies Act 2016. He graduated from the International Islamic University in 1996 with a Bachelor of Laws and has been working in the secretarial departments of several public listed companies in various positions since 1996.</p> |
| <b>Explanation for departure</b>   | : |   |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |   |
| <b>Measure</b>   | : |   |
| <b>Timeframe</b>   | : |   |

### 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.

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| <b>Application</b>                                | : | Applied  |
| <b>Explanation on application of the practice</b> | : | <p>To facilitate effective time planning for the Directors, an annual meeting calendar is prepared and circulated in advance of each new calendar year. Scheduled dates for meetings of the Board, Board Committees, and the Annual General Meeting (AGM) are provided within this calendar. Additionally, closed periods for dealings in securities by Directors are identified, based on the targeted dates for the announcement of the Group's quarterly results.</p> <p>The Notice of Board Meetings, accompanied by the meeting agenda, is issued to Board members at least two (2) weeks prior to the scheduled meeting dates. Comprehensive agenda papers are subsequently circulated at least three (3) working days before the meetings. This timeline is maintained to ensure that sufficient opportunity is afforded to the Directors to review the materials, seek necessary clarifications from Management, or consult with the Company Secretary and independent advisors. Consequently, issues are discussed effectively and informed decisions are facilitated during Board proceedings.</p> <p>The deliberations and decisions at the Board and Board Committee meetings are rigorously documented in the minutes, including specific records of instances where Directors have abstained from voting or deliberating. Upon the conclusion of meetings, Board decisions and recommendations are communicated to the relevant Management through the circulation of draft minute extracts or internal memorandums for appropriate action.</p> <p>Following to that, the status of these delegated tasks is systematically followed up by the Company Secretary, ensuring that the Board is kept apprised of progress during subsequent deliberations. To maintain a rigorous and transparent audit trail, action items are retained as matters arising within the minutes until such time as they are fully resolved and closed.</p> |
| <b>Explanation for departure</b>                  | : |  |
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*Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.*

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| <b>Measure</b> :   |  |  |
| <b>Timeframe</b> : |  |  |

### 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.

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| <b>Application</b>   | : | Applied  |
| <b>Explanation on application of the practice</b>  | : | <p>The provision of overall strategic guidance on corporate governance and the oversight of the Group's business affairs are recognized as the primary roles of the Board, aimed at safeguarding shareholder interests and protecting the Group's assets.</p> <p>In this regard, the Board is guided by a formal <b>Board Charter</b>, which outlines the specific roles and responsibilities of Directors and other key functions as recommended by the Code.</p> <p>The Board Charter is designed to promote high standards of corporate governance by providing essential clarity for Directors and Management regarding their respective mandates and the functions of the Board committees. To ensure continued relevance, the Charter is subjected to periodic reviews in alignment with the Company's evolving needs and the latest regulatory recommendations. Furthermore, as a commitment to transparency, the Charter is maintained on the Company's official website for public accessibility.</p> |
| <b>Explanation for departure</b>   | : |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |  |
| <b>Measure</b>   | : |  |
| <b>Timeframe</b>   | : |  |

### 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.

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| <b>Application</b>   | : | Applied   |
| <b>Explanation on application of the practice</b>  | : | <p>The importance of establishing a sound corporate culture that stimulates ethical conduct throughout the Group is fully acknowledged and recognized by the Board. To facilitate the observation and consistent application of this desired culture, a formal Code of Conduct and Ethics was established in May 2013. This Code serves as the primary framework for managing conflicts of interest, preventing the abuse of power, and prohibiting corruption, insider trading, and money laundering.</p> <p>To ensure the Code remains relevant amidst a changing business environment and evolving operational needs, it is subjected to periodic reviews by the Board. This proactive approach ensures that the Group's ethical standards remain aligned with the latest regulatory requirements and global best practices. As a testament to the Group's commitment to transparency, the full details of the Code of Conduct and Ethics are maintained on the Company's official website for public accessibility.</p> |
| <b>Explanation for departure</b>   | : |   |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |   |
| <b>Measure</b>   | : |   |
| <b>Timeframe</b>   | : |   |

### 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.

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| <b>Application</b>  | : | Applied   |
| <b>Explanation on application of the practice</b>   | : | <p>A commitment to the highest standards of integrity, openness, and accountability is maintained by the Board in the oversight of the Group’s businesses and operations. The affairs of the Group are conducted in an ethical, responsible, and transparent manner, ensuring that any form of improper conduct is addressed with rigor.</p> <p>In recognition of these core values, a comprehensive Whistleblowing Policy and Procedures has been implemented for the Group. This policy is designed to provide a secure and structured avenue for all staff, stakeholders, and members of the public to disclose legitimate concerns regarding any perceived improper conduct within the organization. By establishing these channels, the Board ensures that disclosures can be made in good faith without fear of reprisal, thereby strengthening the Group’s internal control environment.</p> <p>The Whistleblowing Policy is subjected to periodic reviews to ensure its continued effectiveness and alignment with the Malaysian Anti-Corruption Commission (MACC) Act 2009 and other relevant regulations. For ease of access and to facilitate transparent reporting, the Whistleblowing Form is maintained on the Company’s official website for public accessibility.</p> |
| <b>Explanation for departure</b>  | : |   |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> |   |   |
| <b>Measure</b>  | : |   |
| <b>Timeframe</b>  | : |   |

## 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.

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| <b>Application</b>                                | : | Applied   |
| <b>Explanation on application of the practice</b> | : | <p>The Company's Sustainability Policy is implemented to encompass all aspects of ethical business practices, specifically addressing environmental, social, and economic issues. The primary objective of this policy is the promotion of sustainable practices throughout the Company at all levels from the Board and Senior Management to personnel across the organization. This is achieved through the integration of sustainability principles into the Group's strategies, policies, and procedures, thereby fostering a pervasive culture of sustainability.</p> <p>Overall responsibility for the governance of sustainability is held by the Board, which takes into account sustainability considerations when exercising its duties, including the development of business plans and risk management frameworks. To assist in fulfilling these responsibilities, the Sustainability Committee was established. This Committee provides oversight and guidance on the implementation of sustainable business practices to safeguard long-term shareholder value.</p> <p>The strategic management of material sustainability matters is driven by Senior Management. In this capacity, the Sustainability Working Committee led by the Chief Executive Officer of TRC Construction Sdn Bhd (formerly known as Trans Resources Corporation Sdn Bhd) is responsible for ensuring the effective implementation of the Sustainability Policy. This working committee is comprised of representatives from key departments, including Corporate Affairs, Quality, Safety, Health &amp; Environment (QSHE), Human Resources, Internal Audit, Contracts, ICT, Development, and Yayasan TRC. Regular progress reports are provided by the Working Committee to the Sustainability Committee to ensure continuous alignment with the Board's objectives.</p> |

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| <b>Explanation for departure</b> :   |  |  |
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| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |  |  |
| <b>Measure</b> :   |  |  |
| <b>Timeframe</b> :   |  |  |

**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.

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| <b>Application</b>  | : | Applied  |
| <b>Explanation on application of the practice</b>   | : | <p>The Board is cognizant of the necessity for internal and external stakeholders to receive an unfiltered and comprehensive view of the Group’s sustainability strategies, priorities, targets, and overall performance. In alignment with this commitment, a Sustainability Statement has been produced for FY2025 as an integral component of the Annual Report. In addition to being circulated to all shareholders, the Statement is maintained on the Company’s official website under the Annual Report section, for public accessibility. Through this disclosure, a tangible appreciation of the economic, environmental, and social factors being embedded within the Group’s operations is provided to all interested parties.</p> <p>Beyond formal reporting, active engagement with both internal and external stakeholders is prioritized to ensure a continuous feedback loop. As part of this commitment, the Company’s annual engagement survey was conducted during the period under review. The insights derived from these engagements are utilized to refine the Group's sustainability framework and to ensure that the expectations of diverse stakeholder groups are addressed in a proactive and balanced manner.</p> |
| <b>Explanation for departure</b>  | : |  |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> |   |  |
| <b>Measure</b>  | : |  |
| <b>Timeframe</b>  | : |  |

### 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.

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| <b>Application</b>  | : | Applied   |
| <b>Explanation on application of the practice</b>   | : | <p>To ensure the Board stays abreast of and understands the sustainability issues relevant to the Group’s business, appropriate actions are taken to enhance the Directors’ knowledge base. As for FY2025, a significant milestone was achieved as all members of the Board of Directors successfully completed the Mandatory Accreditation Programme Part II (MAP II): Leading for Impact (Sustainability). This structured training ensures that the Board is equipped with the necessary competencies to provide effective oversight of environmental, social, and governance (ESG) factors.</p> <p>The Board is further assisted by the Sustainability Committee, which serves as a primary mechanism for reporting on material sustainability matters. Through the support of a cross-functional working group, multi-disciplinary insights are escalated to the Board, facilitating a deeper understanding of climate-related risks and opportunities.</p> <p>Moving forward, a series of structured sustainability plan initiatives are currently being implemented to enhance the Company’s framework in preparation for mandatory compliance with IFRS S1 and S2 in 2026. By aligning with these international standards, the Group’s commitment to transparent disclosure and the strategic management of climate-related impacts is further reinforced, ensuring long-term resilience in an evolving regulatory landscape.</p> |
| <b>Explanation for departure</b>  | : |   |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> |   |   |
| <b>Measure</b>  | : |   |
| <b>Timeframe</b>  | : |   |

**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.

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| <b>Application</b>  | : | Applied  |
| <b>Explanation on application of the practice</b>   | : | <p>For FY2025, the evaluation questionnaires for the Board of Directors, its Committees, and Individual Directors’ Performance Self-Assessments were retained in their established format. This consistency was maintained as the existing framework is recognized to encompass a comprehensive review of the Board’s effectiveness in addressing the Group’s material sustainability risks and opportunities. Furthermore, the assessment continues to rigorously evaluate the Directors’ conduct in understanding sustainability issues relevant to the Group’s business operations while discharging their fiduciary duties.</p> <p>According to the results of the Board evaluations for FY2025, which were concluded in early January 2026, the Board remains mindful that further attention and continuous efforts are necessitated in the areas of sustainability and Environmental, Social, and Governance (ESG) issues. These insights are utilized to inform the structured sustainability plan initiatives currently in development. This proactive approach ensures that the Board’s oversight remains aligned with evolving global standards and that identified areas for growth are addressed through systematic improvement and targeted professional development.</p> |
| <b>Explanation for departure</b>  | : |  |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> |   |  |
| <b>Measure</b>  | : |  |
| <b>Timeframe</b>  | : |  |

### 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.*

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| <b>Application</b>                             | : | Adopted   |
| <b>Explanation on adoption of the practice</b> | : | <p>In line with the commitment to integrate sustainability across the Group's core business, the Chief Executive Officer of TRC Construction Sdn Bhd (formerly known as Trans Resources Corporation Sdn Bhd) the Group's main subsidiary has been identified as the designated person within Management to provide a dedicated strategic focus on sustainability. This designation ensures that sustainability considerations are not only addressed at a corporate level but are also deeply integrated into the day-to-day operations of the Company.</p> <p>She is also serves as the Chair of the Sustainability Working Committee, which was established to provide technical and operational support to the Board's Sustainability Committee. Furthermore, a direct link between Management and the Board is maintained through her membership in the Board's Sustainability Committee. This dual involvement ensures that insights from the operational level are seamlessly escalated to the Board, facilitating informed decision-making and ensuring that the Group's sustainability priorities are effectively executed.</p> |

**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.

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| <b>Application</b>  | : | Applied  |
| <b>Explanation on application of the practice</b>   | : | <p>Currently, all five (5) of the Independent Directors have served as Board Members for a period of not more than nine (9) years as recommended by the Code. Upon the recommendation of the Nominating and Remuneration Committee (“NRC”), a Boardroom Policy has been adopted to regulate the tenure of Independent Directors, imposing a maximum limit of seven (7) years or two re-elections by shareholders. Furthermore, the Boardroom Policy remains updated to incorporate comprehensive criteria and formal procedures for the appointment and re-election of Directors, ensuring that the Board remains dynamic and strategically aligned with the Group's objectives.</p> <p>In addition to the guidance provided by the Boardroom Policy, the effectiveness of the Board and individual Director performance is subjected to an annual evaluation. This is conducted through a formal procedure established in 2019, requiring the completion of standardized Assessment Forms by all Directors. For FY2025, the Assessment Form was retained in its current format as the existing criteria are recognized as being highly relevant and sufficient to facilitate a comprehensive rating of the Board's performance. Consequently, the annual re-election of Directors remains contingent upon a satisfactory evaluation of their specific contributions and performance during the year under review.</p> |
| <b>Explanation for departure</b>  | : |  |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> |   |  |
| <b>Measure</b>  | : |  |
| <b>Timeframe</b>  | : |  |

**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.

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| <b>Application</b>  | : | Applied   |
| <b>Explanation on application of the practice</b>   | : | <p>For FY2025, initially, the Board was comprised of eight (8) members, consisting of three (3) Executive Directors and five (5) Independent Non-Executive Directors.</p> <p>This structure was subsequently adjusted following the retirement of one (1) Independent Non-Executive Director on 24 June 2025. Consequently, as of the conclusion of FY2025, the Board consisted of seven (7) members.</p> <p>The composition remained consistent with the recommendations of the Code, ensuring that a majority of Independent Directors is preserved. This balance is recognized as essential for the facilitation of independent judgment and the protection of the interests of all stakeholders, particularly in the deliberation of strategic and high-risk matters.</p> |
| <b>Explanation for departure</b>  | : |   |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> |   |   |
| <b>Measure</b>  | : |   |
| <b>Timeframe</b>  | : |   |

**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.

|  |   |   |  |
|--|---|---|--|
| <b>Application</b>   | : | Applied   |  |
| <b>Explanation on application of the practice</b>  | : | All five (5) Independent Directors have served as Board Members for a period of not more than nine (9) years. |  |
| <b>Explanation for departure</b>   | : |   |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |   |  |
| <b>Measure</b>   | : |   |  |
| <b>Timeframe</b>   | : |   |  |

### 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.*

|  |   |  |
|--|---|--|
| <b>Application</b>                             | : | Adopted  |
| <b>Explanation on adoption of the practice</b> | : | <p>The Company has implemented a Boardroom Policy that regulates, among other matters, the limitation of the tenure of its Independent Directors to a maximum of seven (7) years or two re-elections by its shareholders.</p> <p>The Board is satisfied that such Director(s) remain independent and continue to bring valuable experience, expertise and judgement to the Board, thereby contributing effectively to the governance and decision-making processes of the Company.</p> |

### 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.

|  |   |   |
|--|---|---|
| <b>Application</b>   | : | Applied   |
| <b>Explanation on application of the practice</b>  | : | <p>The appointment of the Board and Senior Management is conducted through a structured evaluation process. This process is managed by the NRC and is guided by its Terms of Reference and the Company's Boardroom Policy.</p> <p>In making recommendations, candidates are evaluated by the NRC based on objective criteria and merit. Due regard is given to diversity in skills, experience, age, cultural background, and gender to ensure a well-rounded leadership team.</p> <p>Upon NRC's recommendation, it is presented to the Board for collective deliberation. The final decision on any appointment is made by the Board as a whole, ensuring that every new member can devote the necessary time and possesses the integrity required to serve the Group effectively.</p> |
| <b>Explanation for departure</b>   | : |   |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |   |
| <b>Measure</b>   | : |   |
| <b>Timeframe</b>   | : |   |

### 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.

|  |   |   |  |
|--|---|---|--|
| <b>Application</b>   | : | Departure   |  |
| <b>Explanation on application of the practice</b>  | : |   |  |
| <b>Explanation for departure</b>   | : | Considering the Group’s current scale and business activities, the Board is satisfied that the recruitment procedures managed by the NRC are robust and effective. Moreover, the selection process is strictly governed by the Boardroom Policy, which ensures that any candidate regardless of the source of recommendation is measured against standardized and objective criteria. |  |
|  |   | In lieu of utilizing external sources, the Board reposes confidence on the NRC’s capabilities to fulfill its obligations in selecting and vetting eligible candidates. This approach is supported by the fact that the NRC consists entirely of Independent Directors who possess significant expertise and extensive professional networks within their respective industries.       |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |   |  |
| <b>Measure</b>   | : | Please explain the measure(s) the company has taken or intend to take to adopt the practice.  |  |
| <b>Timeframe</b>   | : | Choose an item.   |  |

### 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.

|  |   |  |
|--|---|--|
| <b>Application</b>   | : | Applied  |
| <b>Explanation on application of the practice</b>  | : | <p>The Notice of the Annual General Meeting (“AGM”), which includes matters relating to the re-election and appointment of Directors, is issued together with the Annual Report containing the profiles of the respective Directors. The Annual Report is dispatched to all shareholders and is also made available on the websites of the Company and Bursa Malaysia.</p> <p>The profiles of the Directors include, among others, their age, gender, tenure of service, directorships in other public companies and listed issuers (if any), as well as their working experience. In addition, disclosures are made on any interests, positions or relationships that may influence, or could reasonably be perceived to influence, their ability to exercise independent judgement on matters before the Board and to act in the best interests of the Company as a whole.</p> <p>For the Company’s 28th AGM held on 24 June 2025, two (2) Independent Directors stood for re-appointment. Accordingly, the Board provided a statement in the Notice of AGM outlining its rationale and support for the re-appointment of the said Director.</p> |
| <b>Explanation for departure</b>   | : |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |  |
| <b>Measure</b>   | : |  |
| <b>Timeframe</b>   | : |  |

**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.

|  |   |  |  |
|--|---|--|--|
| <b>Application</b>   | : | Applied  |  |
| <b>Explanation on application of the practice</b>  | : | The NRC was previously chaired by Fadzilah Binti Mohd Salleh, an Independent Director. Following her retirement on 24 June 2025, the role as chairman of the NRC has been assumed by Puteri Liza Elli Sukma, who is also an Independent Director of the Group. |  |
| <b>Explanation for departure</b>   | : |  |  |
|  |   |  |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |  |  |
| <b>Measure</b>   | : |  |  |
| <b>Timeframe</b>   | : |  |  |

**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.

|  |   |   |  |
|--|---|---|--|
| <b>Application</b>   | : | Applied   |  |
| <b>Explanation on application of the practice</b>  | : | Currently, the Company has two (2) female Directors out of seven (7) Directors, along with one (1) female alternate Director. |  |
| <b>Explanation for departure</b>   | : |   |  |
|  |   |   |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |   |  |
| <b>Measure</b>   | : |   |  |
| <b>Timeframe</b>   | : |   |  |

**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.

|   |   |  |
|---|---|--|
| <b>Application</b>  | : | Applied  |
| <b>Explanation on application of the practice</b>   | : | <p>The Board recognises the significance of gender diversity and the positive contributions it brings to enhancing board effectiveness and quality of deliberations. The Board endeavours to maintain an appropriate balance of diversity at both Board and Senior Management levels, in line with the varied nature of the Group's operations.</p> <p>The Company has in place a Boardroom Policy which, among others, addresses board diversity, including gender representation. Currently, FY2025, the Board comprises two (2) female Directors out of a total of seven (7) Directors, together with one (1) female Alternate Director.</p> <p>Additional information on the Company's Boardroom Policy is disclosed in the Sustainability Statement of the Annual Report.</p> |
| <b>Explanation for departure</b>  | : |  |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> |   |  |
| <b>Measure</b>  | : |  |
| <b>Timeframe</b>  | : |  |

## 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> |  |
| <b>Application</b> :   | Applied  |
| <b>Explanation on application of the practice</b> :  | <p>The Company has established a formal process to undertake an annual evaluation of the Board's performance. The assessment framework, including the Assessment Form, is periodically reviewed and enhanced by the Board based on recommendations from the NRC.</p> <p>All Directors are required to complete the Assessment Form, providing self-assessments of their performance. The completed forms are submitted to the Company Secretary for consolidation and subsequently tabled to the NRC for deliberation and evaluation. The NRC reviews the results, conducts a thorough assessment of the findings, and presents its conclusions to the Board for notation and appropriate follow-up actions.</p> |
| <b>Explanation for departure</b> :   |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>   |  |
| <b>Measure</b> :   |  |
| <b>Timeframe</b> :   |  |

### 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.

|   |   |  |
|---|---|--|
| <b>Application</b>  | : | Applied  |
| <b>Explanation on application of the practice</b>   | : | <p>The Board has established policies and procedures, as set out in the terms of reference of the NRC, to govern the determination of remuneration packages for the Board of Directors and Senior Management. The NRC is responsible for reviewing and recommending the remuneration framework to ensure that it remains competitive, fair and commensurate with the responsibilities, performance and experience of the individuals.</p> <p>In carrying out its role, the NRC seeks to ensure that the level of remuneration is sufficient to attract, retain and motivate high-calibre Directors and Senior Management necessary for the effective management and long-term success of the Group.</p> <p>These policies and procedures are subject to periodic review and are made available on the Company’s website for public access.</p> |
| <b>Explanation for departure</b>  | : |  |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> |   |  |
| <b>Measure</b>  | : |  |
| <b>Timeframe</b>  | : |  |

**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.

|  |   |  |
|--|---|--|
| <b>Application</b>   | : | Applied  |
| <b>Explanation on application of the practice</b>  | : | <p>The NRC is currently comprises two (2) Independent Directors and is tasked, among other responsibilities, with developing, reviewing, and recommending the remuneration packages of the Board of Directors and Senior Management of the Group. This is to ensure the attraction and retention of competent executives capable of contributing value to the Company. The determination of remuneration for Board Members and Senior Management is ultimately a matter for the Board.</p> <p>The NRC is guided by its Terms of Reference, which is made available on the Company’s website for public access.</p> |
| <b>Explanation for departure</b>   | : |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |  |
| <b>Measure</b>   | : |  |
| <b>Timeframe</b>   | : |  |

**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.

|   |   |   |
|---|---|---|
| <b>Application</b>                                | : | Applied   |
| <b>Explanation on application of the practice</b> | : | The detailed disclosure for the remuneration of the individual Directors are disclosed in the table below : |

| No. | Name                                      | Directorate          | Company |           |        |       |                  |                  |         | Group  |           |           |         |                  |                  |           |
|-----|---|----------------------|---------|-----------|--------|-------|------------------|------------------|---------|--------|-----------|-----------|---------|------------------|------------------|-----------|
|     |   |                      | Fee     | Allowance | Salary | Bonus | Benefits-in-kind | Other emoluments | Total   | Fee    | Allowance | Salary    | Bonus   | Benefits-in-kind | Other emoluments | Total     |
| 1   | Tan Sri Dr. Kamarulzaman Ahmad Badaruddin | Independent Director | 60,000  | 62,100    |        |       |                  | 95,448           | 217,948 | 60,000 | 62,500    |           |         |                  | 95,448           | 271,948   |
| 2   | Tun Jeanne Binti Abdullah                 | Independent Director | 60,000  | 20,400    |        |       |                  | 27,033           | 107,433 |        | 412,500   |           |         |                  | 27,033           | 107,433   |
| 3   | Tan Sri Dato' Sri Sufri Bin Hj Mohd Zin   | Executive Director   |         | 6,000     |        |       |                  | 6,000            |         |        | 336,000   | 1,320,000 | 110,000 |                  | 79,846           | 1,845,846 |
| 4   | Dato' Abdul Aziz bin Mohamad              | Executive Director   |         | 7,500     |        |       |                  | 7,500            |         |        | 7,500     | 1,080,000 | 110,000 |                  | 48,493           | 1,245,993 |
| 5   | Dato' Richard Khoo Teng San               | Executive Director   |         | 7,500     |        |       |                  | 7,500            |         |        | 7,500     | 1,080,000 | 113,465 |                  | 123,239          | 1,324,204 |
| 6   | Dato' Sr. Abdull Manaf Bin Hj Hashim      | Independent Director | 60,000  | 40,600    |        |       |                  | 21,097           | 121,697 | 60,000 | 40,600    |           |         |                  | 21,097           | 121,697   |
| 7   | Puteri Liza Elli Sukma                    | Independent Director | 60,000  | 13,000    |        |       |                  | 50,000           | 123,000 | 60,000 | 13,000    |           |         |                  | 50,000           | 123,000   |
| 8   | Fadzilah Binti Mohd Salleh                | Independent Director | 29,000  | 11,400    |        |       |                  |                  | 40,400  | 29,000 | 11,400    |           |         |                  |                  | 40,400    |

### 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.

|   |   |  |
|---|---|--|
| <b>Application</b>                                | : | Departure  |
| <b>Explanation on application of the practice</b> | : |  |
| <b>Explanation for departure</b>                  | : | <p>The Board recognises that the remuneration of Directors and Senior Management should be commensurate with their level of responsibility and contribution to the effective and efficient management of the Group's operations.</p> <p>However, the Board is of the view that the remuneration of all employees, including Senior Management, should remain confidential and is only disclosed to the extent required for statutory financial reporting purposes. Remuneration is determined based on a comprehensive range of factors, including individual performance, market benchmarks, internal equity, and other considerations that may not be readily apparent to stakeholders.</p> <p>In order to avoid potential misunderstandings or perceptions regarding the fairness of compensation arrangements within the Group, the Board has decided not to disclose individual remuneration details, including those of Senior Management, on a named basis.</p> <p>The Board further believes that such detailed disclosure could adversely affect the Group's competitiveness in attracting and retaining talent, and may give rise to unnecessary sensitivity, conflicts, or disputes within the organisation.</p> <p>As an alternative practice, the Group discloses aggregated remuneration information of the top five (5) Senior Management personnel, in lieu of individual, named disclosures. This approach provides stakeholders with a general overview of senior management remuneration practices without disclosing individual salaries or benefits.</p> <p>Accordingly, the aggregate remuneration of the top five (5) Senior Management personnel, received and receivable from the Company</p> |

|  | and its subsidiaries during FY2025, is analysed into bands of RM50,000 as follows:   |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
|--|--|--|-----------------------|-----------------------------|-----------------------|---|-----------------------|---|-----------------------|---|------------------------|---|-----------------------|---|------------------------|---|-----------------------|---|--------------------------|---|---------------------------|---|
|  | <table border="1"> <thead> <tr> <th>Range of Remuneration</th> <th>Number of Senior Management</th> </tr> </thead> <tbody> <tr> <td>Less than RM 500,000*</td> <td>-</td> </tr> <tr> <td>RM500,001 – RM550,000</td> <td>1</td> </tr> <tr> <td>RM550,001 – RM600,000</td> <td>1</td> </tr> <tr> <td>RM600,001 – RM700,000*</td> <td>-</td> </tr> <tr> <td>RM700,001 – RM750,000</td> <td>1</td> </tr> <tr> <td>RM750,001 – RM800,000*</td> <td>-</td> </tr> <tr> <td>RM800,001 – RM850,000</td> <td>1</td> </tr> <tr> <td>RM850,001 – RM1,800,000*</td> <td>-</td> </tr> <tr> <td>RM1,800,001 – RM1,850,000</td> <td>1</td> </tr> </tbody> </table> |  | Range of Remuneration | Number of Senior Management | Less than RM 500,000* | - | RM500,001 – RM550,000 | 1 | RM550,001 – RM600,000 | 1 | RM600,001 – RM700,000* | - | RM700,001 – RM750,000 | 1 | RM750,001 – RM800,000* | - | RM800,001 – RM850,000 | 1 | RM850,001 – RM1,800,000* | - | RM1,800,001 – RM1,850,000 | 1 |
| Range of Remuneration  | Number of Senior Management  |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
| Less than RM 500,000*  | -  |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
| RM500,001 – RM550,000  | 1  |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
| RM550,001 – RM600,000  | 1  |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
| RM600,001 – RM700,000*   | -  |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
| RM700,001 – RM750,000  | 1  |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
| RM750,001 – RM800,000*   | -  |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
| RM800,001 – RM850,000  | 1  |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
| RM850,001 – RM1,800,000*   | -  |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
| RM1,800,001 – RM1,850,000  | 1  |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
|  | * No Senior Management within this range of remuneration.  |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |  |  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
| <b>Measure</b>   | :  | Please explain the measure(s) the company has taken or intend to take to adopt the practice. |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |
| <b>Timeframe</b>   | :  | Choose an item.  |                       |                             |                       |   |                       |   |                       |   |                        |   |                       |   |                        |   |                       |   |                          |   |                           |   |

| No | Name            | Position        | Company         |                 |                 |                 |                  |                 |
|----|-----------------|-----------------|-----------------|-----------------|-----------------|-----------------|------------------|-----------------|
|    |                 |                 | Salary          | Allowance       | Bonus           | Benefits        | Other emoluments | Total           |
| 1  | Input info here | Input info here | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item.  | Choose an item. |
| 2  | Input info here | Input info here | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item.  | Choose an item. |
| 3  | Input info here | Input info here | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item.  | Choose an item. |
| 4  | Input info here | Input info here | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item.  | Choose an item. |
| 5  | Input info here | Input info here | Choose an item. | Choose an item. | Choose an item. | Choose an item. | Choose an item.  | Choose an item. |

**Intended Outcome**

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

**Practice 8.3 - Step Up**

Companies are encouraged to fully disclose the detailed remuneration of each member of senior management on a named basis.

|  |   |             |
|--|---|-------------|
| <b>Application</b>                             | : | Not Adopted |
| <b>Explanation on adoption of the practice</b> | : |             |

| 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.

|  |   |  |
|--|---|--|
| <b>Application</b>   | : | Applied  |
| <b>Explanation on application of the practice</b>  | : | In FY2025, the Board was led by Tan Sri Dr. Ahmad Kamarulzaman Bin Ahmad Badaruddin as Chairman, while the ARMC was chaired by Dato' Sr. Abdull Manaf Bin Hj Hashim. |
| <b>Explanation for departure</b>   | : |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |  |
| <b>Measure</b>   | : |  |
| <b>Timeframe</b>   | : |  |

**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.

|  |   |   |  |
|--|---|---|--|
| <b>Application</b>   | : | Applied   |  |
| <b>Explanation on application of the practice</b>  | : | The Company has adopted a policy requiring a former key audit partner to observe a minimum two-year cooling-off period before being eligible for appointment as a member of the ARMC. |  |
| <b>Explanation for departure</b>   | : |   |  |
|  |   |   |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |   |  |
| <b>Measure</b>   | : |   |  |
| <b>Timeframe</b>   | : |   |  |

**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.

|  |   |   |  |
|--|---|---|--|
| <b>Application</b>   | : | Applied   |  |
| <b>Explanation on application of the practice</b>  | : | <p>The ARMC assesses the suitability and independence of the external auditors and makes recommendations to the Board on their reappointment. In discharging this responsibility, the ARMC is guided by the Company’s established policies and procedures governing the selection and appointment of external auditors.</p> <p>These policies and procedures remain available on the Company’s website for public access.</p> |  |
| <b>Explanation for departure</b>   | : |   |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |   |  |
| <b>Measure</b>   | : |   |  |
| <b>Timeframe</b>   | : |   |  |

### 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.

|  |   |  |
|--|---|--|
| <b>Application</b>                             | : | Adopted  |
| <b>Explanation on adoption of the practice</b> | : | <p>During FY2025, the ARMC comprised entirely Independent Directors, as follows:</p> <p>Chairman:<br/>Dato' Abdull Manaf Bin Hj Hashim<br/>(Independent Non-Executive Directors)</p> <p>Members:<br/>i) Fadzilah Binti Mohd Salleh<br/>(Independent Non-Executive Director who retired on 24 June 2025 in the 28<sup>th</sup> AGM)<br/>ii) Tun Jeanne Binti Abdullah<br/>(Independent Non-Executive Director)<br/>iii) Puteri Liza Elli Sukma<br/>(Independent Non-Executive Director who appointed effective on 1 March 2025)</p> |

## 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.

| <b>Application</b>                                | :  | Applied  |   |                    |      |           |  |  |                     |   |  |                        |             |                              |  |                     |   |  |                        |             |
|---|--|--|---|--------------------|------|-----------|--|--|---------------------|---|--|------------------------|-------------|------------------------------|--|---------------------|---|--|------------------------|-------------|
| <b>Explanation on application of the practice</b> | :  | <p>The Board recognises that continuous training is vital for all Directors, particularly members of the ARMC, to ensure they remain equipped with the relevant skills and knowledge to discharge their duties effectively. Accordingly, all Directors are encouraged to participate in training programmes that enhance and broaden their expertise in relevant areas.</p> <p>During the FY2025, the members to the ARMC attended the following training programs:</p> <table border="1"><thead><tr><th>Directors</th><th>Training Programme</th><th>Date</th><th>Organiser</th></tr></thead><tbody><tr><td rowspan="2">Dato' Sr.<br/>Abdull Manaf<br/>Bin Hj Hashim</td><td>Mandatory Accreditation Programme Part II : Leading for Impact (LIP)</td><td>14 – 15<br/>May 2025</td><td>Institute of Corporate Directors Malaysia</td></tr><tr><td>8MD3 Project Site Visit &amp; YTRC Tree Planting Initiative 2025</td><td>06<br/>December<br/>2025</td><td>Yayasan TRC</td></tr><tr><td rowspan="2">Tun Jeanne<br/>Binti Abdullah</td><td>Mandatory Accreditation Programme Part II : Leading for Impact (LIP)</td><td>14 – 15<br/>May 2025</td><td>Institute of Corporate Directors Malaysia</td></tr><tr><td>8MD3 Project Site Visit &amp; YTRC Tree Planting Initiative 2025</td><td>06<br/>December<br/>2025</td><td>Yayasan TRC</td></tr></tbody></table> | Directors                                 | Training Programme | Date | Organiser | Dato' Sr.<br>Abdull Manaf<br>Bin Hj Hashim | Mandatory Accreditation Programme Part II : Leading for Impact (LIP) | 14 – 15<br>May 2025 | Institute of Corporate Directors Malaysia | 8MD3 Project Site Visit & YTRC Tree Planting Initiative 2025 | 06<br>December<br>2025 | Yayasan TRC | Tun Jeanne<br>Binti Abdullah | Mandatory Accreditation Programme Part II : Leading for Impact (LIP) | 14 – 15<br>May 2025 | Institute of Corporate Directors Malaysia | 8MD3 Project Site Visit & YTRC Tree Planting Initiative 2025 | 06<br>December<br>2025 | Yayasan TRC |
| Directors   | Training Programme   | Date   | Organiser                                 |                    |      |           |  |  |                     |   |  |                        |             |                              |  |                     |   |  |                        |             |
| Dato' Sr.<br>Abdull Manaf<br>Bin Hj Hashim        | Mandatory Accreditation Programme Part II : Leading for Impact (LIP) | 14 – 15<br>May 2025  | Institute of Corporate Directors Malaysia |                    |      |           |  |  |                     |   |  |                        |             |                              |  |                     |   |  |                        |             |
|   | 8MD3 Project Site Visit & YTRC Tree Planting Initiative 2025         | 06<br>December<br>2025   | Yayasan TRC                               |                    |      |           |  |  |                     |   |  |                        |             |                              |  |                     |   |  |                        |             |
| Tun Jeanne<br>Binti Abdullah                      | Mandatory Accreditation Programme Part II : Leading for Impact (LIP) | 14 – 15<br>May 2025  | Institute of Corporate Directors Malaysia |                    |      |           |  |  |                     |   |  |                        |             |                              |  |                     |   |  |                        |             |
|   | 8MD3 Project Site Visit & YTRC Tree Planting Initiative 2025         | 06<br>December<br>2025   | Yayasan TRC                               |                    |      |           |  |  |                     |   |  |                        |             |                              |  |                     |   |  |                        |             |

|  |   |  |                   |   |
|--|---|--|-------------------|---|
|  | Puteri Liza Elli Sukma<br>(appointed on 1 March 2025)   | Mandatory Accreditation Programme Part I                             | 24 -26 March 2025 | Institute of Corporate Directors Malaysia |
|  |   | Mandatory Accreditation Programme Part II : Leading for Impact (LIP) | 7-8 October 2025  | Institute of Corporate Directors Malaysia |
|  |   | AOB Conversation with Audit Committee                                | 25 November 2025  | Securities Commission                     |
|  | Fadzilah Binti Mohd Salleh<br>(retired on 24 June 2025) | Nil  | Nil               | Nil                                       |
| <b>Explanation for departure</b> :   |   |  |                   |   |
|  |   |  |                   |   |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |  |                   |   |
| <b>Measure</b> :   |   |  |                   |   |
| <b>Timeframe</b> :   |   |  |                   |   |

### 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.

|   |  |
|---|--|
| <b>Application</b>                                | : Applied  |
| <b>Explanation on application of the practice</b> | <p>The Board regards risk management as a key component of the Group's corporate governance framework. It is an ongoing and dynamic process involving various levels of management in identifying, assessing, monitoring, managing, and mitigating risks that may affect the achievement of the Group's business and corporate objectives. The risk management and internal control framework currently fall under the oversight of the ARMC.</p> <p>The Group has established embedded control processes to identify, evaluate, monitor, and manage significant risks that could impact the achievement of its business objectives. This continuous process is subject to regular review by the Board and the ARMC, in accordance with the latest Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers.</p> <p>The Group adopts a decentralised approach to risk management, whereby all employees are encouraged to take ownership and accountability for risks within their respective areas of responsibility. The implementation of the risk management process and related policies is overseen by the Risk Working Committee ("RWC"), which reports to the Board through the ARMC. The risk management framework is further embedded within the Group's Quality Policy, which is aligned with ISO 9001:2015 and implemented by a wholly-owned subsidiary that is a key revenue contributor to the Group.</p> <p>To enhance risk awareness and competence across business units, selected employees are periodically sent to attend risk management-related seminars, particularly those relevant to the construction industry. This initiative supports the identification of emerging risks and the effective management of related issues.</p> <p>During FY2025, the RWC conducted four (4) risk brainstorming workshops to comprehensively review risks across departments and projects. These sessions were designed to promote a stronger culture of risk-based thinking within the Group, which is essential for effective risk management. The outcomes of these workshops were subsequently consolidated and presented quarterly for the review of the ARMC.</p> |

|   |  |  |
|---|--|--|
|   | <p>The Group also recognises the importance of effectively managing corruption risks within its business operations. In this regard, the Company has, since 2022, established an Anti-Bribery and Corruption Policy and a Whistleblowing Policy in compliance with Paragraph 15.29 of the Main Market Listing Requirements. In addition, the Group, through its construction arm, TRC, has undertaken initiatives to obtain certification for ISO 37001 – Anti-Bribery Management System (“ABMS”).</p> |  |
| <p><b>Explanation for departure</b></p>   |  |  |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> |  |  |
| <p><b>Measure</b></p>   |  |  |
| <p><b>Timeframe</b></p>   |  |  |

## 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.

|   |   |  |
|---|---|--|
| <b>Application</b>                                | : | Applied  |
| <b>Explanation on application of the practice</b> | : | <p>Risk management activities are governed by the Group Risk Management Framework. The Group's risk universe covers a broad range of activities used to determine the inherent risk profile of its business operations, which, if not properly managed, may affect the achievement of business objectives. Risk factors are broadly categorised into two (2) main types, namely external and internal risks.</p> <p>Management of each business unit, as well as project teams across the Group, is required to identify and document all potential risks that may affect the achievement of their respective objectives. Operational Managers and Heads of Department are responsible for ensuring that relevant risks are identified at both business unit and project levels.</p> <p>The risk identification process takes into account both specific risks that may affect the achievement of business objectives, as well as those that could impact the continuity and success of the business. The identified risks are then evaluated based on:</p> <ul style="list-style-type: none"><li>• Probability or likelihood of occurrence</li><li>• Significance or magnitude of the risk impact</li></ul> <p>Risk mitigation measures are formulated to manage these risks, including:</p> <ul style="list-style-type: none"><li>• Sustaining strong client relationships</li><li>• Being responsive to public relations</li><li>• Ensuring adequate insurance coverage</li><li>• Employing competent and experienced personnel</li><li>• Monitoring projects within budgeted costs, profit margins, and timelines</li><li>• Adhering to stringent quality and safety standards</li><li>• Implementing an efficient procurement management system</li><li>• Closely monitoring construction work progress</li><li>• Ensuring compliance with statutory requirements</li></ul> |

|  |  |  |
|--|--|--|
|  | Each identified risk relating to business units and projects is documented in a risk assessment report and submitted to the ARMC for deliberation. Risk monitoring is an ongoing process, with annual risk assessments conducted and presented to the ARMC for review. |  |
| <b>Explanation for departure</b> :   |  |  |
|  |  |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |  |  |
| <b>Measure</b> :   |  |  |
| <b>Timeframe</b> :   |  |  |

### **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.

|  |   |   |
|--|---|---|
| <b>Application</b>                             | : | Adopted   |
| <b>Explanation on adoption of the practice</b> | : | <p>With effect from FY2021, the Company incorporated the risk management function into the existing Audit Committee, which was thereafter reconstituted as the Audit and Risk Management Committee (ARMC).</p> <p>During FY2025, initially, the ARMC comprises four (4) Non-Executive Directors, all of whom are Independent Directors. The Committee is chaired by Dato' Sr. Abdull Manaf Bin Hj Hashim, who has extensive experience in construction management. He is supported by Tun Jeanne Binti Abdullah, who possesses considerable expertise in sustainability and risk management, Puteri Liza Elli Sukma, a Chartered Accountant and a member of the Institute of Chartered Accountants, Australia and New Zealand (CAANZ), and Fadzilah Binti Mohd Salleh, who is a Chartered Accountant with the Malaysian Institute of Accountants (who later retired on 24 June 2025).</p> |

## 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.

|   |   |  |
|---|---|--|
| <b>Application</b>                                | : | Applied  |
| <b>Explanation on application of the practice</b> | : | <p>The importance of the internal audit function is recognised by the Board and the ARMC, as it assists the organisation in achieving its objectives through a systematic and disciplined approach to evaluating the effectiveness of governance, risk management, and internal control processes. Most importantly, it provides independent assurance that the Group's internal control system is operating effectively. In accordance with the Listing Requirements, the Internal Auditors report directly to the ARMC and remain independent of the activities they audit. They submit periodic reports to the ARMC on the results of their audit findings, which are subsequently reviewed and assessed by the ARMC.</p> <p>Internal audit activities are conducted in accordance with the annual audit plan, which is reviewed and approved by both the ARMC and the Board. The internal audit process evaluates the adequacy, efficiency, and effectiveness of the Group's internal control system and provides recommendations for improvement where necessary. Audit findings are reported to the ARMC on a periodic basis. In addition, the Internal Auditors carry out follow-up reviews to ensure that agreed corrective actions and control enhancements have been duly implemented. The presence of the internal audit function continues to provide a reasonable level of assurance on the effectiveness and reliability of the Group's internal control system.</p> <p>Throughout FY2025, the Internal Audit Department carried out several independent audit assignments in accordance with the approved audit plan. The details of these internal audit activities are disclosed in the Company's Annual Report.</p> <p>The ARMC has reviewed the audit assignments conducted by the Internal Audit Department and noted that none of the issues identified during the FY2025 reviews resulted in any non-compliance with relevant policies, procedures, Listing Requirements, or other applicable industry practices that would require disclosure in the Annual Report.</p> <p>The ARMC also continuously reviews the adequacy of internal audit resources and their development needs. In FY2025, the Internal Audit Department comprised three (3) personnel, who are expected to undertake relevant training programmes to enhance their</p> |

|  |  |  |
|--|--|--|
|  | competencies and ensure effective discharge of their responsibilities. |  |
| <b>Explanation for departure</b> :   |  |  |
|  |  |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |  |  |
| <b>Measure</b> :   |  |  |
| <b>Timeframe</b> :   |  |  |

## 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.

|   |   |  |
|---|---|--|
| <b>Application</b>                                | : | Applied  |
| <b>Explanation on application of the practice</b> | : | <p>Presently, the Company's Internal Audit Department comprised of the following three (3) permanent personnel:-</p> <ol style="list-style-type: none"><li>1) Lee Deck Heng<br/>Position: Head of Internal Audit Department<br/>Qualification: Professional - Chartered Institute of Management Accountant (CIMA)</li><li>2) Hairul Nor Fatihah Binti Zakaria<br/>Position : Internal Audit Executive<br/>Qualification: Degree in Finance(UITM)</li><li>3) Masturah Binti Ahmad<br/>Position: Internal Audit Officer<br/>Qualification: Bachelor in Accounting (UMT)</li></ol> <p>None of the Internal Audit personnel has any family or business relationships with the Board Members, Major Shareholders, or Senior Management of the Group.</p> <p>The Internal Auditors present the Annual Audit Plan to the Audit and Risk Management Committee ("ARMC") for its review, outlining the proposed audit areas, scope, and timing of internal audit activities for the financial year. The Audit Plan is developed based on a risk-based approach and includes an assessment of compliance, with the objective of providing the ARMC with an independent and objective evaluation of the adequacy and effectiveness of the Group's system of internal controls.</p> <p>The ARMC will review the Annual Audit Plan and make recommendations to the Board for approval.</p> |
| <b>Explanation for departure</b>                  | : |  |

|  |   |  |
|--|---|--|
|  |   |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |  |
| <b>Measure</b>   | : |  |
| <b>Timeframe</b>   | : |  |

### 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.

|   |  |
|---|--|
| <b>Application</b> :                                | Applied  |
| <b>Explanation on application of the practice</b> : | <p>The Board recognises that effective corporate governance requires clear communication and timely dissemination of material information relating to the Company to shareholders, investors, and the wider public. In this regard, the Company maintains effective communication channels through press releases, as well as timely announcements and disclosures to Bursa Malaysia.</p> <p>During FY2025, the Company engaged in various meetings and briefings with financial analysts to enhance understanding of its business objectives and financial performance, as well as to communicate developments that may have an impact on shareholders' interests.</p> <p>The Company continues to maintain constructive relationships with the media, which plays an important role in disseminating information to the public, shareholders, and investors. Where necessary, press releases are issued to clarify matters relating to the Company and its operating subsidiaries.</p> <p>The Annual General Meeting ("AGM") remains the principal platform for communication with shareholders, particularly private investors. At each AGM and Extraordinary General Meeting, shareholders are encouraged and provided with sufficient opportunity to participate in proceedings, raise questions, and engage with the Board and management on operational and financial matters. The Board members, senior management, and external auditors are available to respond to relevant queries raised by shareholders during these meetings.</p> <p>The Annual Report continues to serve as a key communication channel, providing shareholders and investors with comprehensive information on the Group's business activities, financial performance, and governance practices, in accordance with the Main Market Listing Requirements. It also forms the basis for further engagement and dialogue during the AGM.</p> |

|  |  |  |
|--|--|--|
|  | <p>The Board remains committed to ensuring the timely and transparent dissemination of corporate information to shareholders, regulators, and the investing public. This is achieved through various channels, including quarterly financial results, annual reports, announcements to Bursa Malaysia, and where appropriate, circulars and press releases.</p> <p>The Company's corporate website (<a href="http://www.trc.com.my">www.trc.com.my</a>) features an Investor Relations section that provides stakeholders with access to relevant corporate information, including announcements, share price information, annual reports, and governance-related disclosures.</p> <p>The Company continues to leverage digital platforms to enhance stakeholder engagement and broaden the reach of its communications. In this regard, the corporate website has recently been upgraded and revamped to improve accessibility and user experience. In addition, the Company also maintains social media platforms, including Facebook and Instagram, to further strengthen its communication channels with the public.</p> |  |
| <b>Explanation for departure</b> :   |  |  |
|  |  |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |  |  |
| <b>Measure</b> :   |  |  |
| <b>Timeframe</b> :   |  |  |

**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.

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

### 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.

|  |   |  |
|--|---|--|
| <b>Application</b>   | : | Applied  |
| <b>Explanation on application of the practice</b>  | : | <p>The Company issued the notice of its 28th Annual General Meeting (“AGM”) to shareholders more than 28 days prior to the AGM, exceeding the 21-day requirement prescribed under the Companies Act 2016 and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.</p> <p>This extended notice period provides shareholders with sufficient time to make the necessary arrangements to attend and participate in the AGM, whether in person or via corporate representatives, proxies, or attorneys. It also enables shareholders to carefully consider the proposed resolutions and to make informed decisions when exercising their voting rights at the General Meeting.</p> <p>The Notice of AGM, together with the Annual Report, was issued in April 2025. The Company’s AGM was held on 24 June 2025.</p> |
| <b>Explanation for departure</b>   | : |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |  |
| <b>Measure</b>   | : |  |
| <b>Timeframe</b>   | : |  |

**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.

|   |   |   |
|---|---|---|
| <b>Application</b>  | : | Applied   |
| <b>Explanation on application of the practice</b>   | : | <p>The Chairman convenes a special Board meeting to review and approve the Company’s financial statements, as well as all reports and disclosures to be included in the Annual Report. During the meeting, the Board deliberates on matters raised by the External Auditors in relation to the financial statements and carefully considers the draft Annual Report, together with all relevant disclosures, prior to their approval for publication and circulation to shareholders.</p> <p>This meeting provides the Board with the opportunity to gain a comprehensive understanding of the audited financial statements and the contents of the Annual Report, thereby enabling them to respond effectively to any queries raised by shareholders at the AGM.</p> <p>At the 28th AGM, all Directors were present in person, demonstrating their commitment to engage directly with shareholders and to be accountable for their stewardship of the Company.</p> |
| <b>Explanation for departure</b>  | : |   |
| <p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p> |   |   |
| <b>Measure</b>  | : |   |
| <b>Timeframe</b>  | : |   |

### 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.

|  |   |  |
|--|---|--|
| <b>Application</b>   | : | Applied  |
| <b>Explanation on application of the practice</b>  | : | <p>The Board recognises the AGM as the principal and most effective channel of communication between the Company and its shareholders. It provides a platform for shareholders to raise questions, express their views and concerns on matters relating to the Company's business and affairs, and to engage directly with the Board. It also enables the Board to explain and justify key corporate decisions made during the financial year.</p> <p>The conduct of the Company's AGM, including the voting process, is governed by the Company's Constitution, the relevant provisions of the Companies Act 2016, and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.</p> <p>The Company conducted its 28th AGM on a fully physical basis, in line with prevailing regulatory requirements and guidelines, enabling shareholders to attend and participate in person. The Company believes that such an approach continues to facilitate meaningful engagement while ensuring accessibility and effective participation by shareholders.</p> |
| <b>Explanation for departure</b>   | : |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |  |
| <b>Measure</b>   | : |  |
| <b>Timeframe</b>   | : |  |

### 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> |   |
| <b>Application</b> :   | Applied   |
| <b>Explanation on application of the practice</b> :  | <p>During the AGM, the Chairman encouraged shareholders to actively participate in the meeting by raising questions and engaging directly with the Board. Shareholders were also given the opportunity to submit questions in advance of the meeting via a designated email address in relation to the AGM agenda.</p> <p>The Board of Directors, Senior Management, and the Company’s External Auditors were present at the AGM to address and respond to relevant queries raised by shareholders.</p> <p>Feedback received during the AGM was duly noted and evaluated by the Board and Senior Management for appropriate follow-up actions, where necessary.</p> |
| <b>Explanation for departure</b> :   |   |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>   |   |
| <b>Measure</b> :   |   |
| <b>Timeframe</b> :   |   |

### 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.

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| <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. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.</i> |  |
| <b>Application</b> :   | Applied  |
| <b>Explanation on application of the practice</b> :  | <p>The Company's 28th AGM held on 24 June 2025 and conducted physically at the Indah Ballroom, Flamingo Hotel, Ampang, Selangor. Prior to the meeting, the Company issued the Notice of AGM together with the relevant administrative details, including information on the venue, registration procedures, and participation guidelines.</p> <p>The AGM was conducted in an orderly manner, with appropriate arrangements in place to facilitate the registration process and ensure a smooth meeting flow.</p> <p>During the meeting, shareholders were encouraged to raise questions and engage directly with the Board. All questions posed were addressed during the session to ensure transparency and meaningful dialogue. Shareholders were also given the opportunity to submit questions in advance of the meeting via a designated email address in relation to the AGM agenda.</p> |
| <b>Explanation for departure</b> :   |  |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>   |  |
| <b>Measure</b> :   |  |
| <b>Timeframe</b> :   |  |

**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>         |   |
| <b>Application</b>   | : Applied   |
| <b>Explanation on application of the practice</b>  | : The minutes of the 28th AGM were made available on the Company's website within 30 business days after the conclusion of the meeting. |
| <b>Explanation for departure</b>   | :<br><br>   |
| <i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i> |   |
| <b>Measure</b>   | :<br><br>   |
| <b>Timeframe</b>   | :<br><br>   |

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

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

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