

# CORPORATE GOVERNANCE REPORT

**STOCK CODE** : 0337  
**COMPANY NAME** : SWIFT ENERGY TECHNOLOGY BERHAD  
**FINANCIAL YEAR** : 30 SEPTEMBER 2025

## OUTLINE:

### **SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE**

*Disclosures in this section are pursuant to Rule 15.25 of ACE Market Listing Requirements of Bursa Malaysia Securities Berhad.*

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

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

## SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

*Disclosures in this section are pursuant to Rule 15.25 of ACE Market Listing Requirements of Bursa Malaysia Securities Berhad.*

### 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board is responsible to ensure long-term and short-term achievement and delivering of sustainable value to the stakeholders of the Group through their leadership and management of the Group's businesses. The Board sets the strategic direction of the Group while exercising oversight on day-to-day management and operations delegated to the Executive Directors and Senior Management to ensure that the conduct of the business of the Group is in compliance with relevant laws, practices, standards and guidelines applicable to the Group.</p> <p>The Board sets appropriate tone at the top, providing leadership and managing good governance and practices throughout the Group. To ensure the Group continues to adopt the best corporate governance practices, the Board and Senior Management review the internal practices with reference to the Malaysian Code on Corporate Governance ("MCCG") and the relevant guidelines regularly.</p> <p>The roles and responsibilities of the Board have been formalised in the Board Charter which can be viewed at the Company's website at <a href="https://investor.senergy.com.my/misc/Board-Charter.pdf">https://investor.senergy.com.my/misc/Board-Charter.pdf</a></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 1.2

A Chairman of the board who is responsible for instilling good corporate governance practices, leadership and effectiveness of the board is appointed.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Chairman of the Board is responsible for the leadership, effectiveness, conduct, and governance of the Board. Encik Mohammad Nizar Bin Idris had served as the Independent Non-Executive Chairman of the Company since his appointment on 2 February 2024.</p> <p>The roles &amp; responsibilities of the Chairman of the Board are specified in the Board Charter, which is available on the Company's website: <a href="https://investor.senergy.com.my/misc/Board-Charter.pdf">https://investor.senergy.com.my/misc/Board-Charter.pdf</a></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 1.3**

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

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The positions of Chairman and Chief Executive Officer (“<b>CEO</b>”) of the Company are held by two distinct individuals, ensuring a clear division of responsibilities. This separation is clearly defined in the Board Charter to maintain an appropriate balance of power and authority.</p> <p>The Chairman of the Company is Encik Mohammad Nizar Bin Idris, whilst the CEO is Mr. Tan Bin Chee.</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 1.4

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

<i>Note: If the board Chairman is not a member of any of these specified committees, but the board allows the Chairman to participate in any or all of these committees' meetings, by way of invitation, then the status of this practice should be a 'Departure'.</i>	
<b>Application</b> :	Applied
<b>Explanation on application of the practice</b> :	The Chairman of the Board, Encik Mohammad Nizar Bin Idris, is not a member of any of the Company's Board Committees.  The Board Charter and the Terms of Reference ("TOR") of all Company's Board Committees have clearly set out that the Chairman should not be a member of the Board Committees of the Company, to ensure there is check and balance as well as objectives review by the Board.
<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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board is supported by two (2) qualified and experienced Company Secretaries who are members of professional bodies and qualified to act as Company Secretaries under Section 235 of the Companies Act 2016.</p> <p>The Company Secretaries play a vital role in advising the Board on corporate governance matters, ensuring compliance with relevant regulations, policies, and procedures, and facilitating seamless information flow between the Board, Board Committees, and Management.</p> <p>Their key responsibilities include:</p> <ul style="list-style-type: none"><li>• ensuring that the Board procedures are followed while a meeting is conducted;</li><li>• managing all Board and Board Committees meeting logistics, and attending and recording minutes of all Board and Board Committees meetings;</li><li>• advising the Board on its roles and responsibilities;</li><li>• providing updates and advising the Board on corporate disclosures and compliance with company law, securities regulations and ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("<b>Bursa Securities</b>") ("<b>Listing Requirements</b>");</li><li>• managing procedures pertaining to Annual General Meeting ("<b>AGM</b>");</li><li>• monitoring corporate governance developments and assisting the Board in adopting good corporate governance practices to meet the Board's needs and stakeholders' expectations;</li><li>• carrying out other functions as may be directed by the Board from time to time;</li><li>• facilitating the orientation of new directors and assist in director training and development; and</li></ul>

	<ul style="list-style-type: none"> <li>• serving as a focal point for stakeholders' communication and engagement on corporate governance issues.</li> </ul>	
<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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>An annual financial calendar of Board meetings, Board Committees meetings and AGM is circulated in advance before the new financial calendar year in order to facilitate the Directors in discharging their responsibilities efficiently.</p> <p>The Board members have full and unrestricted access to all information within the Group. The notice of the Board meetings and Board Committees meetings is circulated at least five (5) days prior to the Board Meeting together with the relevant Board papers, so that the Board has sufficient time to deliberate on the issues to be raised at the meeting so as to discharge their duties diligently.</p> <p>Board and Board Committees meetings proceedings are well documented by the Company Secretaries. The minutes reflect key deliberations and decisions, rationale for each decision as well as any significant concerns, dissenting views or abstentions by Directors from voting and deliberating on specific matters. Draft minutes of the Board and Board Committees meetings were circulated in a timely manner for review and comments. Action items identified during Board and Board Committees meetings are also highlighted for follow-up action by the Management. The Meeting minutes are then approved at the subsequent Board or Board Committees meetings.</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**

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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board Charter formalised and adopted by the Board serves as a primary reference and guide for all Directors in discharging their fiduciary duties. The Board Charter and the TOR of each Board Committee set out the respective roles and responsibilities of the Board, Board Committees, Chairman, Executive Directors, Independent Non-Executive Directors and CEO and includes a formal schedule of matters reserved for the deliberation of the Board.</p> <p>The Board will review and update the Board Charter and the TOR of respective Board Committees periodically to ensure it complies with the relevant regulations and best practices as well as remaining relevant and effective with the Board’s objectives.</p> <p>The Board Charter and TOR of the Board Committees are available at the Company’s website at <a href="https://investor.senergy.com.my/corporate_governance.html">https://investor.senergy.com.my/corporate_governance.html</a></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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Group has in place a Code of Conduct and Ethics (“<b>CCE</b>”) which sets forth the standard of conduct required for all Directors and employees of the Group. All Directors and employees of the Group are expected to observe the highest standards of ethics and integrity in their conduct and to comply to all applicable laws, regulations and other policies of the Group.</p> <p>The CCE covers among others, all aspects affecting the Group's business operations, such as compliance with law, safety in working environment, professionalism, integrity, care for physical environment, trust and credibility, cultural and workplace harmony, avoid conflicts of interest, ensure financial integrity and responsibility, insider trading information and securities trading, bribery, corruption and money laundering.</p> <p>The Board together with the Senior Management pledge to conduct business ethically and adhere to all applicable laws and regulations whilst embracing zero-tolerance on any form of bribery and corruption. In strengthening its full commitment to govern its business practices with upmost integrity and to deter the occurrence of bribery or corruption within the Group, a set of policies and standard operating procedures for an Anti-bribery Management System have been developed.</p> <p>The CCE and the Anti-Bribery and Anti-Corruption Policy are accessible on the Company's website at <a href="https://investor.senergy.com.my/misc/CODE-OF-CONDUCT-AND-ETHICS.pdf">https://investor.senergy.com.my/misc/CODE-OF-CONDUCT-AND-ETHICS.pdf</a> and <a href="https://investor.senergy.com.my/misc/anti-bribery-anti-corruption-policy.pdf">https://investor.senergy.com.my/misc/anti-bribery-anti-corruption-policy.pdf</a></p>
<b>Explanation for departure</b>	:	

*Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.*

<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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Whistle-Blowing Policy provides an avenue for all Directors, employees, and stakeholders of the Group to disclose or report any improper conduct and to provide protection to those who report such allegations.</p> <p>The Whistle-Blowing Policy is available on the Company's website at <a href="https://investor.senergy.com.my/misc/whistle-blowing-policy.pdf">https://investor.senergy.com.my/misc/whistle-blowing-policy.pdf</a></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 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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board is committed to advancing the long-term sustainability and resilience of the Group by upholding high standards of corporate governance and fostering a strong corporate culture founded on transparency, accountability, and ethical business conduct. These principles guide the Group's strategic direction, operational excellence, and approach to building sustainable business relationships and strategic alliances that support long-term value creation.</p> <p>In line with this commitment, the Group places strong emphasis on the integration of Environmental, Social and Governance ("ESG") principles across its operations and decision-making processes.</p> <p>The Company has established a sustainability policy that adopts ESG principles as a framework to drive responsible business practices, manage sustainability-related risks and opportunities, and support sustainable growth for all stakeholders. The Group's sustainability strategies and performance in addressing the material risks and opportunities are illustrated in the Sustainability Statement in the Company's Annual Report 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**

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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board recognises that the engagement and feedback of its internal and external stakeholders are an integral part of its sustainability strategies and initiatives.</p> <p>The Company remains committed to the environment and the local communities. The stakeholder engagement is set out in the Sustainability Statement in the Company’s Annual Report 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

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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board is committed to staying abreast with sustainability issues associated with the ever-evolving operating environment which are relevant to its business. This may include but is not limited to internal and external training and development programmes to be provided for the Board on sustainability-related training programmes, as well as reading materials from international guidance and standards released.</p> <p>The Company Secretaries will also update the Board on the changes of the Listing Requirements upon receiving the circulars from Bursa Securities, which are relevant to the Company and provide advice on corporate disclosures and compliances which includes understanding of sustainability issues.</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 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.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The performance evaluation of the Board in addressing the Group's material sustainability was evaluated through the annual Board's effectiveness assessment.</p> <p>Whereas the Senior Management's performance in addressing material sustainability risks and opportunities is evaluated on an annual basis as it is part of their key performance indicators.</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 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.

<i>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.</i>	
<b>Application</b>	: Adopted
<b>Explanation on adoption of the practice</b>	: <p>As a responsible business entity, the Group has committed to develop sustainable strategies across all levels of management. In the effort to embed and achieve sustainable management and growth into the daily operations, the Group has established a governing body to oversee and implement sustainable programs.</p> <p>The Company's Board oversees and is accountable for all ESG matters in the Group, and the sustainability strategies of the Group at the highest level of the governance structure. This is reinforced by the Management Committee, which is chaired by the CEO.</p> <p>The Sustainability Working Committee is composed of the Heads of Departments ("<b>HOD</b>"), each responsible for supervising the day-to-day implementation of the Group's sustainability programmes and activities.</p> <p>Swift Energy's review and approval process is overseen by the Sustainability Working Committee, which reports directly to the Board. Biannual reviews are conducted to monitor progress, address gaps, and incorporate stakeholder feedback, ensuring continuous improvement and alignment with Listing Requirements.</p> <p>The roles and responsibilities of each committee are set out in the Sustainability Statement in the Company's Annual Report 2025.</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.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Nomination Committee (“NC”) had performed Board assessment on annual basis to ensure right group of people with appropriate mix of skill was appointed. Please refer to page 31 of this Corporate Governance Report (“Report”) for further details of the assessment.</p> <p>The NC also conducted an assessment of Directors who are eligible for re-election at the forthcoming AGM and concluded that Encik Mohammad Nizar Bin Idris and Mr. Tan Bin Chee are proposed for re-election pursuant to Clause 76(3) of the Company’s Constitution. The Board had approved the proposal from NC and proposed the re-election of the abovementioned Directors at the forthcoming AGM for shareholders’ approval.</p> <p>The Board had revised its Board Charter on retaining an Independent Director after a cumulative term of nine (9) years by seeking annual shareholders’ approval through a two-tier voting process to be in line with the MCCG. A copy of the TOR of the NC is available on the Company’s website at <a href="https://investor.senergy.com.my/misc/NC-TOR.pdf">https://investor.senergy.com.my/misc/NC-TOR.pdf</a></p> <p>As at the date of this Report, the term of service of the Independent Directors is less than nine (9) years.</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 5.2**

At least half of the board comprises independent directors. For Large Companies, the board comprises a majority independent directors.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>The Board currently consists of six (6) members, comprising two (2) Executive Directors and four (4) Independent Non-Executive Directors.</p> <p>NC is responsible to assess the independence of the Independent Directors on annual basis to ensure the Independent Directors are independent, can exercise objective judgement and able to act in the best interest of the Company, the Group, shareholders and other stakeholders.</p> <p>All the four (4) Independent Non-Executive Directors fulfilled the criteria of "Independence" as prescribed under the Listing Requirements of Bursa Securities.</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 5.3**

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>	:	None of the Independent Directors has served the Board exceeding a cumulative period of 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>	:	Not Adopted
<b>Explanation on adoption of the practice</b>	:	

### 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 NC will recommend to the Board on suitable candidates for appointment as Board members, member of Board Committees and Executive Directors of the Company based on the following evaluation criteria:</p> <ul style="list-style-type: none"><li>• skills, knowledge, expertise and experience;</li><li>• current composition and tenure of each Director on the Board;</li><li>• professionalism;</li><li>• time commitment to effectively discharge his role as a director;</li><li>• contribution and performance;</li><li>• character, integrity and competence;</li><li>• board diversity including age, gender and ethnicity;</li><li>• in the case of candidates filling seats in respects of the Audit and Risk Management Committee (“<b>ARMC</b>”), the NC shall ensure the candidate is financially literate and possesses a wide range of necessary skills to discharge his/her duties; and</li><li>• in the case of candidates for the position of Independent Non-Executive Directors, the NC shall evaluate the candidates’ ability to discharge such responsibilities/functions as are expected from Independent Non-Executive Directors.</li></ul> <p>This helps to ensure an appropriate balance between the experience perspectives of the long-term directors and new perspectives that bring fresh insights to the Board.</p> <p>The appointment of Senior Management was also made with due regard for diversity in skills, experience, expertise, professionalism, integrity, age and cultural background.</p> <p>For more detailed description of the diverse background and experience of the Board members, kindly refer to website at <a href="https://investor.senergy.com.my/directors.html">https://investor.senergy.com.my/directors.html</a></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>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>Appointment of new Director is undertaken by the Board as a whole after considering the recommendation of the NC.</p> <p>Potential candidates may be proposed to the NC by any current Board member, shareholder or by utilising independent sources such as recruitment firms or through industry associations. In considering potential candidates for appointment, the NC undertakes a thorough review of the candidate's criteria, amongst others, skills, knowledge, expertise, experience, character and the capability to devote the necessary time and commitment to the role.</p> <p>The final decision as to whom shall be appointed remains the responsibility of the Board as a whole.</p> <p>The policies and procedures for recruitment and appointment (including re-election/re-appointment) of Directors are set out in the TOR of the NC: <a href="https://investor.senergy.com.my/misc/NC-TOR.pdf">https://investor.senergy.com.my/misc/NC-TOR.pdf</a></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 5.7

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 details of the Directors seeking for re-election at the forthcoming AGM, including their qualification, working experience, directorship in other public listed company, relationship with any director or major shareholder and conflict of interests with the Company, are set out in the Board of Directors' Profile section as disclosed in the Company's Annual Report 2025.</p> <p>The details of interest of the Directors in the securities of the Company and attendance at Board meetings held during the FYE 2025 are also disclosed in the Company's Annual Report 2025.</p> <p>Based on the assessment of the NC, Encik Mohammad Nizar Bin Idris and Mr. Tan Bin Chee are eligible for re-election pursuant to Clause 76(3) of the Company's Constitution, and the Board had proposed the re-election of the mentioned Directors at forthcoming AGM for shareholders' 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**

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>	:	As at the date of this Report, the NC comprise solely of three (3) Independent Non-Executive Directors.									
		<table border="1"> <thead> <tr> <th>Name of Directors</th> <th>Designation</th> </tr> </thead> <tbody> <tr> <td>Zurul Ain Binti Zulkarnain (Independent Non-Executive Director)</td> <td>Chairperson</td> </tr> <tr> <td>Leong Choong Wah (Independent Non-Executive Director)</td> <td>Member</td> </tr> <tr> <td>Yee Kim Mei (Independent Non-Executive Director)</td> <td>Member</td> </tr> </tbody> </table>		Name of Directors	Designation	Zurul Ain Binti Zulkarnain (Independent Non-Executive Director)	Chairperson	Leong Choong Wah (Independent Non-Executive Director)	Member	Yee Kim Mei (Independent Non-Executive Director)	Member
		Name of Directors	Designation								
		Zurul Ain Binti Zulkarnain (Independent Non-Executive Director)	Chairperson								
		Leong Choong Wah (Independent Non-Executive Director)	Member								
Yee Kim Mei (Independent Non-Executive Director)	Member										
<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>	:	The Board has two (2) female Directors, representing 33.33% of the Board.	
<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 has established and adopted a gender diversity policy for the Board in its Board Charter, which stated that the Company will pursue its target of 30% women Directors to maintain a balance Board composition in line with the MCCG.</p> <p>The Board Charter can be viewed at the Company's website at <a href="https://investor.senergy.com.my/misc/Board-Charter.pdf">https://investor.senergy.com.my/misc/Board-Charter.pdf</a></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 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 Board, facilitated by NC, had carried out an annual evaluation for assessing the effectiveness of the Board as a whole, the Board Committees and contribution of each individual Director as well as the independence of Independent Non-Executive Directors.</p> <p>The evaluation was conducted on self and peer evaluation model through customised questionnaires that set out the assessment criteria as reviewed by the NC, which covered areas such as the Board mix, Board composition, quality of information and decision making, Boardroom activities and Board relationship with management. For individual director assessment, the assessment includes evaluation of character, experience, integrity, competence and time commitment.</p> <p>The Directors completed the evaluation questionnaires on confidential basis. The results and comments by the Directors were then summarised and discussed at the NC meeting held on 27 November 2025 and subsequently, reported to the Board at the Board meeting held thereafter.</p> <p>Based on the results of assessment, the NC was satisfied with the existing Board's composition and concluded that each Director has the requisite competence to serve on the Board and had sufficiently demonstrated their commitment to the Company in terms of time and participation during the FYE 2025. All assessments and evaluations carried out by the NC in the discharge of its functions have been properly documented.</p>
<b>Explanation for departure</b>	:  

*Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.*

<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 Remuneration Committee ("<b>RC</b>") has on 2 February 2024, established Remuneration Policy for Directors and Senior Management which is linked to the strategic performance or long-term objectives of the Group to ensure that the Group is able to attract and retain capable Directors and Senior Management to run the Group successfully.</p> <p>The RC is primarily responsible for maintaining a fair and transparent remuneration framework and policies as well as the remuneration packages of the Executive Directors and Senior Management to ensure rewards commensurate with their contributions and to attract, motivate and retain talents with the competitive remuneration packages. While the determination of the remuneration for Non-Executive Directors is a matter for the Board as a whole.</p> <p>Remuneration for Non-Executive Directors, Executive Directors and Senior Management of the Company are driven by the Remuneration Policy for the Group which was last reviewed on 27 November 2025.</p> <p>The RC is tasked to review annually the performance of the Executive Directors and Senior Management and submit recommendations to the Board on specific adjustments in remuneration and/or reward payments that reflect their respective contributions for the year in line with the performance of the Group. The remuneration for Non-Executive Directors will be discussed by the Board, when necessary, to ensure that it is linked to their level of responsibilities undertaken and contributions to the Board.</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 7.2

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 RC assists the Board in developing and administering a fair and transparent procedure for setting policy on remuneration of Directors and Senior Management. It reviews the Directors' and Senior Management's remuneration, ensuring that the Group continues to attract, retain and motivate high calibre individuals who have the skills, experience and knowledge to drive the Group's long-term objectives.</p> <p>The responsibilities and duties of RC are clearly defined in the TOR of the RC, which is accessible on the Company's website at <a href="https://investor.senergy.com.my/misc/RC-TOR.pdf">https://investor.senergy.com.my/misc/RC-TOR.pdf</a></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 details of the remuneration of each Director of the Group for the FYE 2025 are set out on page 37 of this Report.

Name	Directorate	Company ('000)							Group ('000)						
		Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
Mohammad Nizar Bin Idris	Independent Director	60.0	7.5	-	-	-	-	67.5	-	-	-	-	-	-	-
Leong Choong Wah	Independent Director	48.0	7.5	-	-	-	-	55.5	-	-	-	-	-	-	-
Zurul Ain Binti Zulkarnain	Independent Director	48.0	7.0	-	-	-	-	55.0	-	-	-	-	-	-	-
Yee Kim Mei	Independent Director	48.0	7.0	-	-	-	-	55.0	-	-	-	-	-	-	-
Tan Bin Chee	Executive Director	-	-	-	-	-	-	-	-	8.4	629.6	110.1	21.3	145.4	914.8
Chin Saw Yong	Executive Director	-	-	-	-	-	-	-	-	2.4	339.9	53.9	9.9	47.6	453.7

**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>	:	Applied	
<b>Explanation on application of the practice</b>	:	The details of the remuneration of the Senior Management are set out on page 39 of this Report.	
<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>	:		

No	Name	Position	Company RM'000					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Suzana Binti Abu Bakar	Corporate Affairs Director	150,001-200,000	0-50,000	0-50,000	0-50,000	0-50,000	200,001-250,000
2	Ting Yi En	Financial Controller	200,001-250,000	-	0-50,000	0-50,000	0-50,000	300,001-350,000

**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						
2	Input info here	Input info here						
3	Input info here	Input info here						
4	Input info here	Input info here						
5	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>	:	<p>The positions of the Chairman of the Board and the ARMC are held by separate individuals, which is stated in the TOR of the ARMC. The Chairman of the Board is Encik Mohammad Nizar Bin Idris, while the Chairman of the ARMC is Mr. Leong Choong Wah.</p> <p>The Chairman of the ARMC is a member of Malaysian Institute of Accountants ("MIA") and Malaysian Institute of Certified Public Accountants ("MICPA").</p> <p>The TOR of ARMC can be viewed at the Company's website at <a href="https://investor.senergy.com.my/misc/ARMC-TOR.pdf">https://investor.senergy.com.my/misc/ARMC-TOR.pdf</a></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 9.2**

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>	:	<p>The ARMC recognises the importance to uphold the independence of its external auditors and that no possible conflict of interest whatsoever should arise. The ARMC has included in its TOR the cooling-off period of at least three (3) years for a former partner of the external audit firm and/or the affiliate firm (including those providing advisory services, tax consulting, etc) to be observed before being appointed as a member of the ARMC.</p> <p>Presently, none of the members of the ARMC were former audit partners of the external audit firm and/or the affiliate firm (including those providing advisory services, tax consulting, etc).</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 9.3

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>ARMC is responsible for assessing the suitability, capabilities, objectivity and independence of the external auditors and to also recommend to the Board on their appointment, re-appointment or termination of their services to the Company.</p> <p>The Board has adopted a structured process to guide ARMC in the selection and appointment, annual assessment and remuneration of external auditors, including the use of an External Auditor Evaluation Form approved on 28 August 2025.</p> <p>In assessing the suitability of the external auditors, the ARMC considers, among others, the auditors' qualifications, industry experience, audit approach, resources, audit quality, and ability to deliver the audit effectively and within the agreed timeline.</p> <p>To safeguard objectivity and independence, the ARMC evaluates the external auditors' compliance with relevant professional and regulatory requirements, including independence declarations provided by the audit firm. The ARMC also reviews the nature and extent of non-audit services rendered, audit fees, partner rotation, and any potential conflicts of interest that may impair the auditors' independence. Where necessary, the ARMC seeks clarification from the external auditors and management to ensure that appropriate safeguards are in place.</p> <p>Based on the outcome of the assessment, the ARMC makes its recommendation to the Board on the appointment or re-appointment of the external auditors, including the proposed audit fees, with the objective of ensuring an independent, objective and effective external audit in the best interests of the Company and its shareholders.</p>
<b>Explanation for departure</b>	:	

*Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.*

<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>	:	Applied								
<b>Explanation on adoption of the practice</b>	:	As at the date of this Report, the ARMC comprise solely of three (3) Independent Non-Executive Directors. <table border="1"><thead><tr><th>Name of Directors</th><th>Designation</th></tr></thead><tbody><tr><td>Leong Choong Wah (Independent Non-Executive Director)</td><td>Chairman</td></tr><tr><td>Zurul Ain Binti Zulkarnain (Independent Non-Executive Director)</td><td>Member</td></tr><tr><td>Yee Kim Mei (Independent Non-Executive Director)</td><td>Member</td></tr></tbody></table>	Name of Directors	Designation	Leong Choong Wah (Independent Non-Executive Director)	Chairman	Zurul Ain Binti Zulkarnain (Independent Non-Executive Director)	Member	Yee Kim Mei (Independent Non-Executive Director)	Member
Name of Directors	Designation									
Leong Choong Wah (Independent Non-Executive Director)	Chairman									
Zurul Ain Binti Zulkarnain (Independent Non-Executive Director)	Member									
Yee Kim Mei (Independent Non-Executive Director)	Member									

### 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>All members of the ARMC are financially literate and possess the necessary skills to discharge their duties and responsibilities effectively. The Chairman of ARMC, Mr. Leong Choong Wah is a member of MIA and member of MICPA.</p> <p>The qualification and experience of the ARMC members are disclosed in the Board of Directors' Profile section of the Company's Annual Report 2025.</p> <p>Based on the annual performance evaluation for ARMC in FYE 2025, the NC is satisfied that all ARMC members have the necessary skills and knowledge as well as having adequate ability and understanding to assess the Group's financial statements and accounting standards applied. As such, the Board, through the NC, is of the view that ARMC have carried out their roles and responsibilities appropriately and effectively during the FYE 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**

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 has established an effective risk management and internal control framework within the Group and would continue to monitor and review the effectiveness and adequacy of the Group’s risk management and internal control framework to ensure they remains resilient and reliable.</p> <p>Details of the risk management and internal control framework are set out in the Company’s Statement on Risk Management and Internal Control as provided in its Annual Report for FYE 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**

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>	:	The Board has disclosed features of the risk management and internal control framework within the Group in the Statement on Risk Management and Internal Control in the Annual Report for FYE 2025.	
<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>	: Applied								
<b>Explanation on adoption of the practice</b>	<p>ARMC also in charge of risk management and internal control, where they are responsible for:-</p> <ul style="list-style-type: none"><li>• Establish an adequate and effective Group's risk management and internal control framework;</li><li>• Review the risk management framework, policies and processes, include identifying, managing, monitoring and mitigating the significant risks of the Group, as well as evaluate the overall adequacy and effectiveness of the system of internal control and provide recommendations to the Board for approval;</li><li>• Review and assess the Group's level of risk appetite and risk tolerance;</li><li>• Review the significant risks identified (including operational, financial, regulatory compliance, sustainability reporting and reputational risks) and assess the adequacy and suitability of mitigating actions put in place to manage these risks; and</li><li>• Review the adequacy of resources in managing the risk management and internal control framework.</li></ul> <p>The ARMC comprise solely of three (3) Independent Non-Executive Directors.</p> <table border="1"><thead><tr><th>Name of Directors</th><th>Designation</th></tr></thead><tbody><tr><td>Leong Choong Wah (Independent Non-Executive Director)</td><td>Chairman</td></tr><tr><td>Zurul Ain Binti Zulkarnain (Independent Non-Executive Director)</td><td>Member</td></tr><tr><td>Yee Kim Mei (Independent Non-Executive Director)</td><td>Member</td></tr></tbody></table> <p>The Board, through the ARMC, maintains an oversight responsibility for risks within the Group, whereby the ARMC reviews and assesses the adequacy and appropriateness of the</p>	Name of Directors	Designation	Leong Choong Wah (Independent Non-Executive Director)	Chairman	Zurul Ain Binti Zulkarnain (Independent Non-Executive Director)	Member	Yee Kim Mei (Independent Non-Executive Director)	Member
Name of Directors	Designation								
Leong Choong Wah (Independent Non-Executive Director)	Chairman								
Zurul Ain Binti Zulkarnain (Independent Non-Executive Director)	Member								
Yee Kim Mei (Independent Non-Executive Director)	Member								

	<p>risks identified, and the relevant risk measurements, controls and mitigations undertaken by the sub-committee, which comprises Senior Management and HOD.</p> <p>ARMC is also supported by the independent professional firm, Resolve IR Sdn Bhd (“<b>Internal Auditor</b>”), who will provide independent and objective assurance on the adequacy and effectiveness of risks management and internal control systems.</p> <p>The roles and responsibilities of the ARMC on the risk management and internal control can be viewed at the Company’s website at <a href="https://investor.senergy.com.my/misc/ARMC-TOR.pdf">https://investor.senergy.com.my/misc/ARMC-TOR.pdf</a></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 internal audit function is outsourced to Internal Auditor, who reports directly to the ARMC.</p> <p>The main role of the Internal Auditor is to undertake independent assessments of the adequacy and effectiveness of the Group's system of internal control, as well as compliance with operational procedures and risk management procedures.</p> <p>For FYE 2025, the Board reviewed the performance of the outsourced internal audit function and noted that it operated independently and in accordance with its approved internal audit plan. Details of the activities undertaken by the outsourced internal audit function are set out in the Audit and Risk Management Committee Report in the Annual Report for FYE 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

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>The Internal Auditor, Resolve IR Sdn. Bhd. is a corporate member of Institute of Internal Auditors (IIAM) and is free from any relationships with the Board and Senior Management or conflict of interest in the operations and activities of the Group, which could impair their objectivity and independence of the internal audit function.</p> <p>They perform their works in accordance with a recognised framework such as the International Professional Practices Framework issued by the Institute of Internal Auditor. The internal audit function has been mandated to continually assess and monitor the Group’s system of internal control.</p> <p>As the internal audit function is outsourced, it is not practical to disclose the number of resources, names and qualification as audit personnel assigned on field may be different in each quarter.</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 the importance of effective, transparent, regular and timely communication with its shareholders and other stakeholders to keep them informed on the Group's latest financial performance, business and corporate developments. Hence, the Board has on 25 April 2024 formalised an Investors-Shareholders Communication Policy and procedure accordingly.</p> <p>The Group's financial performance, major corporate developments and other relevant information are promptly disseminated to shareholders and investors via Bursa Securities' website and Company's website. It is the Group's practice that any information for public announcement, including annual, quarterly financial statements, press releases and presentation to investors, analyst and media are factual and reviewed internally before issuance to ensure accuracy and is expressed in a clear and objective manner.</p> <p>The Group also maintains several communication channels to provides effective, transparent and regular communication with its stakeholders:</p> <ul style="list-style-type: none"><li>a. AGM;</li><li>b. Investor section which provides relevant corporate information; and</li><li>c. Email correspondences through a dedicated investors contact: <a href="mailto:investor.relations@senergy.com.my">investor.relations@senergy.com.my</a>.</li></ul>
<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 notice of AGM, scheduled for 18 March 2026, was issued and circulated to shareholders on 29 January 2026 via Bursa Securities' website, in compliance with the minimum twenty-one (21) days' notice requirement under the Companies Act 2016 and the Listing Requirements.</p> <p>Further, the notice of AGM is also published in a nationally circulated newspapers and made available on the Company's website at <a href="https://investor.senergy.com.my/media_releases.html">https://investor.senergy.com.my/media_releases.html</a></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>	:	Departure	
<b>Explanation on application of the practice</b>	:		
<b>Explanation for departure</b>	:	The Company was listed on the ACE Market of Bursa Securities on 8 January 2025. The forthcoming AGM of the Company is to be held on 18 March 2026. Nevertheless, all directors will endeavour to attend the forthcoming AGM to address questions from the shareholders.	
<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 13.3

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>	:	Departure
<b>Explanation on application of the practice</b>	:	
<b>Explanation for departure</b>	:	<p>The Company was listed on the ACE Market of Bursa Securities on 8 January 2025, the forthcoming AGM will be the first AGM to be held by the Company after listing on Bursa Securities.</p> <p>AGM scheduled on 18 March 2026 will be conducted as a fully physical meeting within the capital city vicinity, ensuring easy accessibility for the public shareholders.</p> <p>Shareholders who are unable to attend the physical meeting may appoint a proxy to attend and vote on their behalf, provided that the proxy form is lodged at the office of the Company's Share Registrar at least 48 hours prior to 10:30 a.m. on 18 March 2026, the time appointed for holding the forthcoming AGM.</p>
<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> :	Departure
<b>Explanation on application of the practice</b> :	
<b>Explanation for departure</b> :	<p>The Company was listed on the ACE Market of Bursa Securities on 8 January 2025, the forthcoming AGM will be the first AGM to be held by the Company after listing on Bursa Securities.</p> <p>At the forthcoming AGM, the Company will promote active participation from shareholders and appointed proxies by providing sufficient time and opportunities for questions and discussion. The Chairman will chair the meeting and facilitate dialogue to ensure that shareholder engagement remains a priority, with all questions and concerns addressed thoughtfully by the Board and Senior Management.</p> <p>To further enhance transparency and ongoing engagement, the minutes of the AGM and a summary of the questions and answers session will be published on the Company's website.</p>
<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.

<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> :	Departure
<b>Explanation on application of the practice</b> :	
<b>Explanation for departure</b> :	<p>The Company was listed on the ACE Market of Bursa Securities on 8 January 2025, the forthcoming AGM will be the first AGM to be held by the Company after listing on Bursa Securities.</p> <p>The forthcoming AGM will be conducted as a fully physical meeting within the capital city vicinity, ensuring easy accessibility for the public shareholders.</p> <p>The Board remains committed to ensure meaningful shareholder engagement by providing ample opportunity for shareholders and proxies present at the meeting to raise questions and participate in discussions. All questions raised during the AGM will be addressed by the Board and Senior Management to ensure transparency and effective communication.</p>
<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>	: Departure
<b>Explanation on application of the practice</b>	:
<b>Explanation for departure</b>	: The Company was listed on the ACE Market of Bursa Securities on 8 January 2025, the forthcoming AGM will be the first AGM to be held by the Company after listing on Bursa Securities.  The Board will ensure that the minutes of the forthcoming AGM are published on the Company's website at <a href="https://investor.senergy.com.my/media_releases.html">https://investor.senergy.com.my/media_releases.html</a> no later than 30 business days after the conclusion of the AGM.
<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>	:

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

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

Click or tap here to enter text.