CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors ("Board") of SAM Engineering & Equipment (M) Berhad ("Company" or "SAMEE") is committed to ensuring that the Company upholds the principles and applies the practices of corporate governance as set out in the Malaysian Code on Corporate Governance ("Code") in substance to achieve the intended outcomes of building and supporting a strong corporate governance culture throughout the Company.

The Board firmly believes that such principles and practices of the Code are essential to uphold the business integrity of the Company and its subsidiaries (collectively, the "Group") and to enhance shareholder value.

The Group in their conduct of business and management is guided not only by the Code, but also by the Group's Core Values, which balances commercial and financial success with the interests of all its stakeholders. These Core Values are set out on the Company's website.

During the financial year ended 31 March 2026 ("FY2026"), the Board has, to the best of its ability, adhered to the recommended corporate governance practices and complied with the requirements outlined in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Listing Requirements") in preparing this statement. Please note that the following statement should be read in conjunction with the Corporate Governance Report, which is available on the Company's website at https://www.sam-malaysia.com.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

PART 1 – BOARD RESPONSIBILITIES

Intended Outcome 1.0

- **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.**

1.1 Strategic aims, values and standards

The Board plays a pivotal role in the stewardship of the Group's direction and operations, and ultimately in enhancing long-term shareholder value.

The Board is tasked with providing leadership and maintaining oversight of the Group's overall operations. During FY2026, the Board comprised a combination of an Executive Director who has intimate knowledge of the business and Non-Executive Directors with diversified industry and business backgrounds, bringing broad business and commercial experience to the Group. The Board has the overall responsibility for corporate governance, including establishing goals, strategies and directions, reviewing the Group's performance and critical business issues and ultimately enhancing long-term shareholder value. It monitors and delegates the implementation of the strategic direction to the Management.

The Board reviews the strategic plan presented by Management during its meetings. The review covers performance targets and long-term plans for the Group to be achieved by Management.

Upon being satisfied with the strategic plan, the Board endorses the implementation thereof by Management. The Board continues to monitor the plan to ensure its effective implementation.

The Board's role is to oversee the performance of the Management to determine whether the Group's business is properly managed. The Board receives updates from Management at the quarterly Board meetings when reviewing the unaudited quarterly results. During these meetings, the Board actively participates in the discussions pertaining to the performance of the Group.

The Board also retains exclusive authority over certain matters. These include approving acquisitions and divestitures, major capital expenditures, projects and budgets, quarterly and annual financial statements, as well as, monitoring of financial and operating performance of the Group.

As part of its efforts to ensure the effective discharge of its duties, the Board has delegated certain functions and responsibilities to the following respective Board Committees:

- Audit Committee ("AC")
- Risk & Sustainability Committee ("RSC")
- Nominating & Remuneration Committee ("NRC")

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 1 – BOARD RESPONSIBILITIES (CONT'D)

1.1 Strategic aims, values and standards (Cont'd)

The Chair of each Board Committee will report to the Board on the matters discussed at the Committee meetings, with emphasis on key issues deliberated during the meetings.

Each Committee operates within specific terms of reference that were drawn up with reference to the Listing Requirements and the Code. During FY2026, the Board Committees had discharged their duties in accordance with their respective Terms of Reference.

Notwithstanding the delegation of specific powers, the Board retains full responsibility for the direction and control of the Group. The ultimate responsibility for decision-making on all matters lies with the Board.

1.2 The Chairman of the Board

Mr. Tan Kai Hoe serves as the Company's Non-Independent Non-Executive Chairman. He provides leadership and guidance to the Board and is tasked with ensuring the effectiveness of the Board's performance. Mr. Tan Kai Hoe works closely with the rest of the Board members to establish and articulate clear policies and strategies, to be implemented by Management, for the benefit of all stakeholders.

1.3 Separation of position of Chairman and Chief Executive Officer ("CEO")

A clear demarcation of responsibilities exists between the roles of the Chairman and the CEO and Executive Director. The Board is presided over by a Non-Independent Non-Executive Chairman, while the CEO is responsible for leading the Management team.

The specific roles and responsibilities of both the Chairman and the CEO are detailed in the Board Charter, which is publicly accessible on the Company's website.

Mr. Lim Hee Seng, Peter, who served as the CEO and Executive Director during FY2025, has retired upon the conclusion of the 31st Annual General Meeting ("AGM"). He was succeeded by Mr. Ng Boon Keat, who holds the positions of CEO and Executive Director for FY2026.

1.4 Chairman of the Board in Board Committees

In order to maintain objectivity in the Board's deliberations on the observations and recommendations put forth by the Board Committees, the Chairman is not involved in any of the Board Committees. This arrangement is expected to promote checks and balances as well as objective review by the Board.

1.5 Qualified and competent Company Secretaries

The Board is supported by suitably qualified and competent Company Secretaries. The Company Secretaries play an advisory role to the Board in relation to the Company's Constitution, Board's policies and procedures and compliance with the relevant regulatory requirements, codes or guidelines and legislations.

The Board reserves the right to remove any Company Secretary and appoint a suitable replacement, should a Company Secretary fail to fulfil his/her assigned functions.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 1 – BOARD RESPONSIBILITIES (CONT'D)

1.5 Qualified and competent Company Secretaries (Cont'd)

In performing their duties, the Company Secretaries carry out, amongst others, the following tasks:

- Statutory duties as required under the Companies Act 2016, Listing Requirements, and Capital Markets and Services Act 2007;
- Facilitating and attending Board Meetings and Board Committee Meetings, respectively;
- Facilitating and attending General Meetings;
- Ensuring that Board Meetings and Board Committee Meetings, respectively are properly convened and the proceedings are properly recorded;
- Ensuring that the Board's decisions are communicated to the Management in a timely manner for further action;
- Ensuring that all appointments to the Board and/or Board Committees are properly made in accordance with the relevant regulations and/or legislations;
- Maintaining records for the purpose of meeting statutory obligations of applicable jurisdictions;
- Facilitating the provision of information as may be requested by the Directors from time to time in an expeditious manner and ensuring adherence to Board policies and procedures;
- Facilitating the conduct of the assessments undertaken by the Board and/or Board Committees as well as to compile the results of the assessments for the Board and/or Board Committee's reference;
- Assisting the Company on the lodgement of documents with relevant statutory and regulatory bodies;
- Assisting the Board to prepare announcements for release to Bursa Malaysia Securities Berhad ("Bursa Securities") and Securities Commission Malaysia;
- Briefing the Board on the latest updates/guidelines issued by Bursa Securities and the Securities Commission Malaysia; and
- Rendering other advice and support to the Board and Management.

The Company Secretaries keep the Board abreast with the latest regulatory updates and ensure that deliberations at all Board and/or Board Committee meetings are well documented.

1.6 Access to information and meeting materials

The Board recognises that the decision-making process is highly contingent on the quality of information furnished. All members of the Board have full and unrestricted access to any information pertaining to the Group's business and affairs.

The Board receives information and documents at least seven (7) days prior to the meetings (or a shorter time period when unavoidable) to allow adequate time for understanding the issues under consideration and to facilitate efficient decision-making. All information and documents furnished to the Board are comprehensive and encompass both quantitative and qualitative factors to increase the quality of the Board's understanding and knowledge of the matter.

The Management is invited to attend Board meetings to provide comprehensive explanations and clarifications on matters under discussion. The Board has full and unrestricted access to any information pertaining to the Group and its business affairs, including verbal explanations from the Management on related topics being deliberated, and the services of the Company Secretaries to ensure that procedures are complied with. The Board may, upon approval of the Chairman, seek independent advice on any related matter at the expense of the Group.

All deliberations and decisions made at Board meetings, including any instances of a Director abstaining from voting or deliberating on a particular matter, are recorded by the Company Secretaries. The minutes of each meeting are circulated to the Board and the Management for review and comments in a timely manner, prior to their confirmation at the next Board meeting.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 1 – BOARD RESPONSIBILITIES (CONT'D)

1.6 Access to information and meeting materials (Cont'd)

The Board ordinarily meets at least four (4) times a year, with additional meetings convened when urgent or important decisions are required between the scheduled meetings. During FY2026, the Board convened four (4) meetings to deliberate and decide on various matters, and all Directors attended all meetings, with the exception of Mr. Chan Tai Heng, Jeremy, who was appointed on 18 December 2025 as set out in the table below:

Directors	Attendance
Tan Kai Hoe	4/4
Ng Boon Keat	4/4
Shum Sze Keong	4/4
Datuk Dr. Wong Lai Sum	4/4
YM Tunku Afwida Binti Tunku Abdul Malek	4/4
Suresh Natarajan	4/4
Ng Chee Kiet	4/4
Piroon Saengpakdee	4/4
Dato' Lim Bee Vian	4/4
Lim Hee Seng, Peter *(Retired on 20 August 2025)*	2/2
Chan Tai Heng, Jeremy *(Appointed on 18 December 2025)*	1/1

Outside Board Meetings, Board approvals would be obtained through circular resolutions. Resolutions passed in this manner are subsequently noted at the next Board Meeting.

Directors are required to devote sufficient time and effort to carry out their responsibilities. This commitment is given to the Board at the time of their appointment.

The Board acknowledges and appreciates the time and effort committed by the Directors in fulfilling their roles and responsibilities towards the Company.

Intended Outcome 2.0

- **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.**

2.1 Board Charter

The Board Charter, accessible on the Company's website, delineates the distinct functions and roles of the Board, as well as the responsibilities delegated to the Chairman, Board Committees, the CEO, and the Management.

The Board periodically reviews the Board Charter to ensure its continued relevance in assisting the Board in fulfilling its duties and responsibilities in accordance with the prevailing laws and regulations. The Board Charter was last revised on 24 May 2022. The Board Charter can be accessed via the Company's website.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 1 – BOARD RESPONSIBILITIES (CONT'D)

Intended Outcome 3.0

- **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.**

3.1 Code of Ethics and the Anti-Bribery & Corruption Policy

The Standard Code of Conduct, Business Ethics, and Conflicts of Interest, which delineates the ethical standards and conduct expected from the Board, Management, and employees, is available for review on the Company's official website.

The Anti-Bribery and Corruption Policy, that articulates the Company's uncompromising stance against bribery and corruption, is likewise published on the Company's website.

3.2 Whistleblowing Policy

The Whistleblowing Policy establishes a secure avenue for reporting any concerns or complaints relating to actual or potential corporate fraud or ethical breaches involving employees, Management, or Directors of the Group. The Whistleblowing Policy and the avenue for lodging a whistleblowing report are available on the Company's official website.

Intended Outcome 4.0

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

4.1 Strategic management of sustainability matters

The Company commits to embed sustainability in its business through the following measures:

a) the Board, which: (i) provides guidance on key economic, business, environmental, and social issues, ensuring the incorporation of best practices in sustainability in all significant decisions and actions; and (ii) plays a pivotal role in approving the sustainability and risk management framework, and deliberates on sustainability and risk governance issues;

b) the RSC, which supports the Board by reviewing and recommending sustainability strategies and performance targets for the Company on a consolidated basis; and

c) the Sustainability Committee Working Group ("SCWG"), comprising leaders and members from the Company's various business units and divisions, is responsible for implementing, monitoring, and delivering the Company's Environmental, Social and Governance ("ESG") initiatives and performance.

4.2 Communication of sustainability strategies, priorities and targets

The Company practices a holistic and consistent stakeholder engagement with businesses, organisations, and people that have a stake in or influence over the Company's business activities and long-term business planning. Details of the Company's stakeholder engagement approach are as set out in the Sustainability Statement.

4.3 Staying abreast with sustainability issues

The Company and the Board are constantly monitoring the industry trends, and taking steps to overcome operating challenges and meet stakeholder expectations, to produce long-term value to shareholders and stakeholders of the Group, and the community.

The Company had performed a materiality assessment during the previous financial year and the said risks and issues remain relevant for FY2026. Results have been presented in the Sustainability Statement.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 1 – BOARD RESPONSIBILITIES (CONT'D)

4.4 Performance evaluations include a review in addressing the Company's material sustainability risks and opportunities

During the annual Board Evaluation, the NRC had reviewed the Board's performance in formulating and overseeing Management's implementation of the Group's strategic and business plans that promote sustainability.

The Board, supported by the RSC, and Management, through the SCWG, had worked together to: (1) identify the Group's material risks and sustainable development goals; and (2) address them through appropriate measures and strategies, to achieve long-term growth and generate healthy returns for the shareholders.

During the financial year under review, the SCWG had implemented a number of measures to address the Company's sustainability risks, which are further described in the Sustainability Statement of this Annual Report. These measures were designed to monitor, anticipate and prepare appropriate responses and/or actions to tackle challenges to produce long term-value for the shareholders, stakeholders and the wider community.

The RSC reports to the Board on material risks and measures taken to mitigate and manage such risks.

4.5 Designated person to manage sustainability

The Group's Senior Vice President, Mr. Tung Kin Hoe, Timothy, served as the Chief Sustainability Officer during FY2026.

The Chief Sustainability Officer's role includes driving and overseeing the Group's sustainability strategy, as well as establishing ESG structures to ensure appropriate risk consideration. He served as the liaison between Management, shareholders and stakeholders in addressing sustainability matters, and led the SCWG in implementing various initiatives, as described in detail in the Sustainability Statement.

PART 2 – BOARD COMPOSITION

Intended Outcome 5.0

- **Board decisions are made objectively in the best interests of the company taking into account diverse perspectives and insights.**

5.1 Annual assessment of the Directors, Board as a whole and Board Committees

The NRC conducts an annual evaluation, facilitated by the Company Secretaries, to appraise the effectiveness of the Board as a whole, the effectiveness of the Board Committees and the required mix of skills and experience to enhance the Board's effectiveness. The evaluation covers the Board's size, mix and composition, the conduct of Board meetings and the Directors' skill set matrix.

The Board Committees are assessed based on their roles and scope of work, the adequacy and timeliness of information provided to the Board, and their overall effectiveness and efficiency in discharging their duties. The results of the evaluation are then collated, summarised and reported to the Board by the NRC Chairperson, with the aim of supporting the continuous improvement of the Board and the Board Committees.

In addition to the foregoing, the NRC annually assesses the independence of each Independent Non-Executive Director, taking into account the Director's ability to exercise independent judgment at all times and to contribute to the effective functioning of the Board. All findings of the NRC are reported to the Board.

The NRC had conducted an assessment of the Directors who are subject to retirement and seeking re-election at the forthcoming AGM, taking into consideration their character, experience, integrity, competency and time commitment in discharging their roles as Directors of the Company, in accordance with the Directors' Fit and Proper Policy of the Company. The NRC was of the view that these retiring Directors, who are seeking re-election, have met the fit and proper criteria, have discharged their duties effectively and have provided valuable contributions and leadership to the Group.

The Board recommends these retiring Directors for re-election at the forthcoming AGM. Their names are set out in the Corporate Governance Report.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 2 – BOARD COMPOSITION (CONT'D)

5.2 Board Composition

The following prescribed requirements have been fully complied by the Board:

- Paragraph 3.04(1) of the Listing Requirements, which stipulates that at least 2 directors or 1/3 of the board of directors, whichever is the higher, are independent directors; and
- Practice 5.2 of the Code, which states that at least half of the board comprises Independent Directors.

During FY2026, the Board comprised ten (10) members, out of which, six (6) are Independent Non-Executive Directors. Details are set out below:

Directors	Designation
Tan Kai Hoe	Non-Independent Non-Executive Chairman
Ng Boon Keat	Executive Director and CEO of the Group
Shum Sze Keong	Non-Independent Non-Executive Director
Datuk Dr. Wong Lai Sum	Independent Non-Executive Director
YM Tunku Afwida Binti Tunku Abdul Malek	Independent Non-Executive Director
Suresh Natarajan	Independent Non-Executive Director
Ng Chee Kiet	Independent Non-Executive Director
Piroon Saengpakdee	Independent Non-Executive Director
Dato' Lim Bee Vian	Independent Non-Executive Director
Chan Tai Heng, Jeremy	Non-Independent Non-Executive Director

The profile of each Director is set out at the relevant section of this Annual Report.

The Directors, with diverse backgrounds and specialisations, contribute a wide range of experience and expertise to the Group in areas such as finance, engineering, corporate affairs, legal, marketing and operations.

The Independent Non-Executive Directors bring objective and independent judgment to the decision-making of the Board and provide appropriate checks and balances to the functions of the Executive Director and Management. They contribute significantly in areas such as policy and strategy development, performance monitoring, allocation of resources, as well as improving governance and controls.

Together with the Executive Director, who has intimate knowledge of the business, the Board comprises individuals who are committed to business integrity and professionalism in all its activities, and have proper understanding of, and the competence to address current and emerging business issues.

5.3 Tenure of Independent Directors

All of our Independent Directors continue to comply with the current definition of an Independent Director, as provided in paragraph 1.01 and Practice Note 13 of the Listing Requirements.

The Board is mindful of the Listing Requirements, which provide that a director shall not cumulatively serve as an independent director of the Company for more than twelve (12) years.

The Board also takes cognisance of the practice in the Code, whereby if the Board intends to retain an Independent Director as an independent director beyond a cumulative term limit of nine (9) years, it should justify and seek shareholders' approval annually through a two-tier voting process.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 2 – BOARD COMPOSITION (CONT'D)

5.3 Tenure of Independent Directors (Cont'd)

In ascertaining the independence of the Directors, the Board continues to believe that tenure is not the most important assessment criteria. It is of the view that how a Director discharges its fiduciary duties, is of the primary concern, regardless of their tenure. In fact, the Board is of the view that continued tenure brings consistency and stability to the Board as the Group benefits from their mix of skills, professional and commercial experience, technical expertise in their relevant fields and competencies, as well as familiarity with the Group's business, for an informed and balanced decision-making by the Board.

During FY2026, Datuk Dr. Wong Lai Sum, an Independent Director of the Company, has served a cumulative tenure of more than nine (9) years, having been appointed to the Board as an Independent Non-Executive Director on 1 October 2016.

5.4 Appointment of Board and Senior Management based on objective criteria

The appointment of the Board and Senior Management is based on objective criteria and merits, with due regard to diversity in skills, experience, age, cultural background and gender.

The Company is guided by its "Directors' Fit and Proper Policy" to ensure that the appointment and re-election of the Directors are based on an identified objective criteria, e.g. character, integrity, relevant range of skills, knowledge, experience, competence and time commitment, so that they are able to discharge their roles and responsibilities effectively in the best interest of the Company. The said policy may be accessed at the Company's website.

5.5 Utilisation of various sources in identification of potential candidates

The Board is responsible for the appointment of new Directors. The NRC has been delegated with the task of succession planning and conducting an initial selection, which includes an external search, before making a recommendation to the Board. While the NRC can engage professional recruitment firms or seek independent advice where necessary to identify candidates for directorship, it is not obligatory to do so in every instance. The identification of potential candidates may also be based on recommendations from existing Directors, senior management, or other credible channels, provided that the process remains objective and aligned with the Company's needs.

As part of its role, the NRC had evaluated the suitability of candidates for appointment to the Board during FY2026 based on factors including, but not limited to, experience, commitment (including time commitment), competency, and, where applicable, relevant regulatory criteria for assessing independence. The NRC then recommended the candidates for the Board's approval and appointment.

In line with the Group's continued growth and strategic direction, the Board recognises the value of appointing Mr. Chan Tai Heng, Jeremy, a Non-Independent Non-Executive Director with extensive leadership expertise in global aerospace OEM/MRO companies, which is highly valuable to the Company. His strategic insights and industry expertise align well with the responsibilities of a Non-Independent Non-Executive Director and will strengthen the Board's capability in driving innovation and growth.

5.6 Board statement on the appointment or reappointment of Directors

The performance of retiring Directors who are recommended for re-election at the forthcoming AGM was assessed through the Board's annual evaluation.

A statement by the Board and the NRC on their satisfaction with the performance and effectiveness of the retiring Directors who are offering themselves for re-election is set out in the notes accompanying the Notice of AGM.

The profiles for the aforementioned Directors, including their nature of interest with the Company (if any), are set out in the Directors' Profile section of this Annual Report.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 2 – BOARD COMPOSITION (CONT'D)

5.7 Nominating and Remuneration Committee

The NRC of the Company comprises exclusively Non-Executive Directors, the majority of whom are Independent Directors.

The Chairperson of the NRC is Datuk Dr. Wong Lai Sum, an Independent Non-Executive Director.

The Members of the NRC and their meeting attendance during their tenure in office for the financial year under review are set out below.

Designation	Directors	Attendance
Chairperson	Datuk Dr. Wong Lai Sum	4/4
Members	Mr. Shum Sze Keong	4/4
	Mr. Suresh Natarajan	4/4

During the financial year under review, the NRC has carried out the following activities:

(a) Reviewed and assessed the mix of skills, expertise, composition, size and experience of the Board, contribution of each Director, the effectiveness of the Board and Board Committees as a whole.
(b) Reviewed the Board Evaluation Report for FY2026.
(c) Reviewed the performance of the Directors and key officers of the Company for FY2026.
(d) Identified the Directors due to retire by rotation and recommended the re-election of such Directors at the forthcoming AGM.
(e) Reviewed the independent status of the Independent Non-Executive Directors.
(f) Reviewed the term of office and performance of the Audit Committee.
(g) Reviewed the remuneration package for the CEO and CFO for FY2026.
(h) Reviewed and recommended the Directors' fees and benefit(s) payable to the Directors.
(i) Reviewed the list of trainings attended by the Directors during the financial year.
(j) Reviewed the composition of the Board Committees of the Company.
(k) Reviewed the performance evaluation forms and set key performance indicators for CEO for FY2026.
(l) Reviewed and recommended the appointment of the new Non-Independent Non-Executive Director to the Board for approval.
(m) Reviewed and recommended the proposed Long-Term Incentive Plan of the Group to the Board.

The Terms of Reference of the NRC are available on the Company's website.

5.8 Gender diversity

The Board is of the opinion that there is no need for a written gender diversity policy. The Group is committed to providing fair and equal opportunities and nurturing diversity within the Group.

However, the Board is mindful of the recommendation for Board diversity and the Listing Requirements, where at least one Director shall be a woman. In view of this, the NRC shall ensure that women candidates are identified and considered during recruitment exercises.

During FY2026, Datuk Dr. Wong Lai Sum, YM Tunku Afwida Binti Tunku Abdul Malek and Dato' Lim Bee Vian were the existing women Directors on the Board, representing 30% women representation on the Board.

5.9 Diversity of Board and Senior Management

The Board strongly advocates diversity at the Board and Senior Management level to achieve greater effectiveness, creativity and capacity to thrive in a challenging and uncertain business environment.

The Board strives to ensure that there is no discrimination on any basis, including but not limited to race, age, ethnicity and gender, in determining the composition of the Board and in its hiring policy.

As set out in the Board Charter, the appointment of the Board and Senior Management is based on objective criteria and merits, with due regard to diversity in skills, experience, age, cultural background and gender. The Board Charter can be accessed at the Company's Website.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 2 – BOARD COMPOSITION (CONT'D)

Intended Outcome 6.0

- **Stakeholders are able to form an opinion on the overall effectiveness of the board and individual directors.**

6.1 Assessment on the effectiveness of the Board

As set out at paragraph 5.1, the Board through the NRC, conducts an annual evaluation to appraise the effectiveness of the Board as a whole and the said evaluation of the Board covers board size, mix or composition, conduct of Board meetings and Directors' skill set matrix.

The Board is mindful that it should engage independent experts at least once every three (3) years to facilitate objective and candid board evaluations. Nevertheless, after due consideration, the Board would not be engaging another independent expert to facilitate this on top of the annual evaluation facilitated by the Company Secretaries, which is robust and effective in providing meaningful insights into the Board's performance. The Board is currently satisfied with its overall effectiveness and cohesiveness, and is of the view that the existing dynamics continue to support sound decision-making and effective governance.

The Directors are also fully aware of the importance of keeping abreast with the latest changes and developments in the industries in which the Group operates as well as the economic, financial and governance issues in order to enhance the effectiveness in discharging their responsibilities as Directors.

All Directors in office had attended and completed the Mandatory Accreditation Programme ("MAP") Part II, while Mr. Chan Tai Heng, Jeremy, who was appointed on 18 December 2025 had attended and completed the MAP Part I. During the financial year under review, the Directors attended various briefings, seminars, conferences, and speaking engagements covering areas such as corporate governance, relevant industrial developments, finance, risk management, leadership and global business developments.

Some of the programmes attended by the Directors during the financial year under review include the following:

Directors	Trainings
Tan Kai Hoe	• Boardroom Cybersecurity: From Threat Landscape to Strategic Oversight • Scaling Asia's Renewables: A Value Chain Approach and Building Resilience for a New World • Advancing the Transition Through the Spectrum of Capital and Infrastructure Financing: The Next Big Opportunity • Strategic Doing: See the Future of Work Through Design AI and Innovation • AI Act and Overview and Compliance • Managing Risk: EU's AI Act and AI Compliance • Combating Fraud & Data Breaches – What should you do • Secure Your Email & Managing Your Digital Footprint • BCP, Password Management, Callback Phishing • Seasonal Scams, Internet Security and You • Board Briefing on Malaysia's National Sustainability Reporting Framework (ISSB IFRS S1 & S2)
Ng Boon Keat	• Board Briefing on Malaysia's National Sustainability Reporting Framework (ISSB IFRS S1 & S2) • IFRS Webinar: The Real Deal Addressing Issues and Challenges of IFRS S1 & S2 Reporting in Malaysia • Boardroom Cybersecurity: From Threat Landscape to Strategic Oversight • Microsoft 365 Copilot • Climate Risk Assessment Workshop • Mastering IFRS S1 & S2: Compliance Meets Strategy • EL-Responsible Business Alliance • Business Continuity Management Workshop • From Curiosity to Control: Board Intelligence in the Age of AI • Mandatory Accreditation Programme I • Strategic Doing: See the Future of Work Through Design AI and Innovation

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 2 – BOARD COMPOSITION (CONT'D)

6.1 Assessment on the effectiveness of the Board (Cont'd)

Some of the programmes attended by the Directors during the financial year under review include the following (Cont'd):

Directors	Trainings
Lim Hee Seng, Peter	• Boardroom Cybersecurity: From Threat Landscape to Strategic Oversight *(Retired on 20 August 2025)*
Shum Sze Keong	• Strategic Doing: See the Future of Work Through Design AI and Innovation • Boardroom Cybersecurity: From Threat Landscape to Strategic Oversight • Board Briefing on Malaysia's National Sustainability Reporting Framework (ISSB IFRS S1 & S2)
Datuk Dr. Wong Lai Sum	• Boardroom Cybersecurity: From Threat Landscape to Strategic Oversight • What Trump's trade war means for Asia supply chains? • The 25th Asia Undercurrent webinar – Decarbonization & Economic Growth in Asia • A strategy-first approach in talent systems and decisions • ASEAN's role in the global economy • The 22nd CSIS/NIKKEI Symposium – a changing world and new choices for Japan • Board Briefing on Malaysia's National Sustainability Reporting Framework (ISSB IFRS S1 & S2)
YM Tunku Afwida Binti Tunku Abdul Malek	• Boardroom Cybersecurity: From Threat Landscape to Strategic Oversight • Cybersecurity & Emerging Technology Risk • Asean Investment Conference 2025 • Board Briefing on Malaysia's National Sustainability Reporting Framework (ISSB IFRS S1 & S2) • Brand Workshop
Suresh Natarajan	• S Rajaratnam lecture by PM Singapore, at SUTD • Advanced Packaging and Heterogeneous Integration Summit, @ SEMICON SE Asia • India-Singapore Semiconductor Ecosystem Partnership Skills Workshop • IPS Lecture Series by Philip Yeo: Lecture 3 • The EU's strategic choices in a turbulent world, organised by EU • ST Engineering Cybersecurity Summit 2025 – Cyber, Quantum & AI • Learning Journey to SERIS @ NUS – Developments in Solar Technology • Semiconductor Business Connect 2025 organised by SSIA – Strengthening Collaboration, Building Resiliency • Boardroom Cybersecurity: From Threat Landscape to Strategic Oversight, conducted by EC Council Global Services • Global Skill Summit, Kerala; Kochi, India • Digital Transformation with Gen AI: Strategic Implications – Webinar organised by Nanyang Business School • Industrial Transformation Asia-Pacific Conference & Exhibition – Singapore Expo • Singapore Week of Innovation and Technology (SWITCH 2025) – organised by ESG, at MBS • Mastering IFRS S1 & S2: Compliance Meets Strategy – organised by JRC – webinar • AI Festival Asia • Electronics Industry Day – SSIA • Singapore Aerospace Technology Leadership Forum – ASTAR • Singapore Air Show • Board Briefing on Malaysia's National Sustainability Reporting Framework (ISSB IFRS S1 & S2)

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 2 – BOARD COMPOSITION (CONT'D)

6.1 Assessment on the effectiveness of the Board (Cont'd)

Some of the programmes attended by the Directors during the financial year under review include the following (Cont'd):

Directors	Trainings
Ng Chee Kiet	• Boardroom Cybersecurity: From Threat Landscape to Strategic Oversight • ASEAN Investment Conference • Webinar – Burning Tax Issues in 2025 • Webinar – Addressing Issues and Challenges of IFRS S1 and S2 Reporting in Malaysia • Virtual Talk on Tackling Cyber Threats in the Financial Sector • Dialogue – Future-Ready Boards: Implementing Strategies with Skills • AI-Powered Frontiers • Strategic Oversight in Strategy Implementation • Navigating National Sustainability Reporting Framework & Latest Bursa Listing Requirements • Navigating Future of Finance • Factory Futures AI Workshop • The SORMIC Guide 2025 • Independent Directors & Tax Exposure • ASEAN Capital Market Forum • Update on National Budget 2026 by BDO Tax • AOB Conversation with Audit Committee – SORMIC Guide 2025 • Board Briefing on Malaysia's National Sustainability Reporting Framework (ISSB IFRS S1 & S2)
Piroon Saengpakdee	• Mandatory Accreditation Programme Part II: Leading for Impact (LIP) • Boardroom Cybersecurity: From Threat Landscape to Strategic Oversight • Board Briefing on Malaysia's National Sustainability Reporting Framework (ISSB IFRS S1 & S2)
Dato' Lim Bee Vian	• Boardroom Cybersecurity: From Threat Landscape to Strategic Oversight • Mandatory Accreditation Programme Part II: Leading for Impact (LIP) • Data Centre Nexus: Powering Digital Growth, Connecting Industries • Embedding Sustainability into Strategy and Execution • EY Asean Tax Forum 2025 : New Trade and Tax Reality • Board Briefing on Malaysia's National Sustainability Reporting Framework (ISSB IFRS S1 & S2) • Energy Asia 2025 – Delivering Asia's Energy Transition • Johor-Singapore Special Economic Zone Forum 2025 • Board Simulation – Balancing Risks & Opportunity in Sustainability Leadership • Corporate Finance for Non-Finance Directors • Mastering IFRS S1 & S2: Compliance Meets Strategy • IFRS Sustainability Disclosure Standards Awareness – Gearing Up the Board of Directors
Chan Tai Heng, Jeremy	• Mandatory Accreditation Programme *(Appointed on 18 December 2025)*

The Board has concluded that the Directors' Training sessions for FY2026 were adequate.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 3 – REMUNERATION

Intended Outcome 7.0

- **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.**

7.1 Remuneration Policy

The NRC is guided by an established Remuneration Policy in determining the remuneration packages applicable to the Directors, the CEO and CFO.

The remuneration packages take into account the scope of duties and responsibilities; the conditions and experience required; the ethical values, internal balances and strategic targets of the Company; the corporate and individual performance; and the prevailing market rate within the industry and comparable companies.

7.2 Remuneration Committee

The NRC also functions as the remuneration committee. Please see paragraph 5.7 for the details.

Intended Outcome 8.0

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

8.1 Remuneration of Directors

For FY2026, each Director was paid a Director's fee of RM100,000 per annum for serving as a member of the Board.

The Director serving as the Chairman of the relevant Board Committee received an additional annual remuneration as set out below:

Board Committee	Chairman's Annual Remuneration
AC	RM15,000
NRC	RM10,000
RSC	RM10,000

The Directors who served as ordinary members in the AC received an additional annual remuneration of RM10,000 each, while for NRC & RSC received an additional remuneration of RM7,500 each.

The Directors' fees and remuneration are appropriate for their contribution, taking into consideration effort, commitment and time spent as well as the responsibilities involved.

All Non-Executive Directors would also be paid a meeting allowance of RM2,000 for each meeting attended. The Executive Director is not entitled to any meeting allowance.

The Board had determined that the remuneration for the Non-Executive Directors is appropriate, taking into account the experience as well as the level of responsibilities and contributions, including the number of scheduled meetings of the Board and Board Committees, and is competitive compared with prevailing market practices. Each of the Non-Executive Directors has abstained from deliberating and voting on his or her own remuneration.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 3 – REMUNERATION (CONT'D)

8.1 Remuneration of Directors (Cont'd)

The NRC has also reviewed and deliberated on the Directors' fees and benefits payable to Directors for the period from the conclusion in the upcoming AGM until the next AGM in 2027. The NRC recommended that, subject to shareholders' approval at the upcoming AGM, the fees and benefits payable to the Directors be maintained as set out below:

A.	Remuneration	Amount (RM)
(i)	Fee for each Director	100,000
(ii)	Fee for the Chairman of the AC	15,000
(iii)	Fee for the Chairman of the NRC and the RSC, respectively	10,000
(iv)	Fee for the member of the AC	10,000
(v)	Fee for the Member of the NRC and the RSC, respectively	7,500
B.	**Allowances / Benefits**	
(i)	Meeting allowance for each Non-Executive Director per meeting	2,000
(ii)	Benefits-in-kind (for all Directors)	70,000 per annum *(for Non-Executive Directors, to allow flexible benefits to be reimbursed up to a sum of RM5,000 per Director)*

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 3 – REMUNERATION (CONT'D)

8.1 Remuneration of Directors (Cont'd)

A summary of each Director's remuneration (including benefits-in-kind) for FY2026 is provided below and also outlined in the Corporate Governance Report:

			Company (RM'000)							Group (RM'000)						
No	Name	Directorate	Fee	Allowance	Salary	Bonus	Benefits -in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits -in-kind	Other emoluments	Total
1	Tan Kai Hoe	Non-Executive Non-Independent Director	100.0 **Paid to Accuron where he is employed*	10.0	0.0	0.0	0.0	0.0	110.0	100.0	10.0	0.0	0.0	0.0	0.0	110.0
2	Ng Boon Keat	Executive Director	0.0	123.1	951.9	1,312.0	0.1	278.6	2,665.7	0.0	123.1	951.9	1,312.0	0.1	278.6	2,665.7
3	Shum Sze Keong	Non-Executive Non-Independent Director	125.0	34.0	0.0	0.0	0.0	0.0	159.0	125.0	34.0	0.0	0.0	0.0	0.0	159.0
4	Datuk Dr. Wong Lai Sum	Independent Director	120.0	26.0	0.0	0.0	4.0	0.0	150.0	120.0	26.0	0.0	0.0	4.0	0.0	150.0
5	YM Tunku Afwida Binti Tunku Abdul Malek	Independent Director	115.0	18.0	0.0	0.0	5.0	0.0	138.0	115.0	18.0	0.0	0.0	5.0	0.0	138.0
6	Suresh Natarajan	Independent Director	117.5	26.0	0.0	0.0	5.0	0.0	148.5	117.5	26.0	0.0	0.0	5.0	0.0	148.5
7	Ng Chee Kiet	Independent Director	117.5	26.0	0.0	0.0	5.0	0.0	148.5	117.5	26.0	0.0	0.0	5.0	0.0	148.5
8	Piroon Saengpakdee	Independent Director	107.5	18.0	0.0	0.0	5.0	0.0	130.5	107.5	18.0	0.0	0.0	5.0	0.0	130.5
9	Dato' Lim Bee Vian	Independent Director	100.0	8.0	0.0	0.0	5.0	0.0	113.0	100.0	8.0	0.0	0.0	5.0	0.0	113.0
10	Chan Tai Heng, Jeremy	Non-Executive Non-Independent Director	28.8	2.0	0.0	0.0	0.0	0.0	30.8	28.8	2.0	0.0	0.0	0.0	0.0	30.8
11	Lim Hee Seng, Peter	Non-Executive Non-Independent Director	39.0	6.0	0.0	0.0	0.0	0.0	45.0	39.0	6.0	0.0	0.0	0.0	0.0	45.0

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART 3 – REMUNERATION (CONT'D)

8.2 Remuneration of Senior Management

The Company's CEO, Mr. Ng Boon Keat ("Mr. BK Ng") is also an Executive Director of the Company. Mr. BK Ng's remuneration has been disclosed under Practice 8.1 of this Statement and the Corporate Governance Report, pursuant to Appendix 9C(11) of the MMLR. However, the remuneration of the other Senior Management personnel will not be disclosed.

The Company considers the remuneration details of its Senior Management personnel to be sensitive and confidential due to the competitive nature of the human resource market. As such, the Company has decided not to disclose the detailed remuneration of each member of the Senior Management in increments of RM50,000 on an individual basis.

Furthermore, this approach is intended to maintain confidentiality, prevent potential negative consequences arising from such disclosure, and support the broader objective of fostering a stable work environment to achieve long-term strategic goals.

The remuneration packages for the Company's employees are benchmarked against industry standards and remain consistent with prevailing industry practices. Furthermore, their annual salary increases and bonus payouts will be performance-based.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

PART 1 – AUDIT COMMITTEE

Intended Outcome 9.0

- **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.**

9.1 The Chairman of the Audit Committee is not the Chairman of the Board

The Company has adhered to Practice 9.1 of the Code, which stipulates that the Chairman of the AC should not concurrently serve as the Chairman of the Board.

The AC is an independent Board Committee, composed of Independent Non-Executive Directors, which assists the Board in the discharge of its responsibilities for corporate governance, internal controls and financial reporting.

The Terms of Reference for the AC are available on the Company's website.

The members of the AC possess extensive experience and skills in understanding and attending to matters falling under the purview of the AC. They are more than qualified to review the Group's financial statements from various perspectives in view of each member's skills and qualifications prior to recommendation of the same to the Board.

Further details pertaining to the AC are set out in the AC Report contained in this Annual Report.

9.2 Former key audit partner

The Terms of Reference of the AC require any former key audit partner to observe a cooling-off period of at least three (3) years before being considered for appointment as a member of the AC.

The Terms of Reference of the AC are set out in the Company's website.

Currently, none of the members of the AC is a former audit partner overseeing the audit of the financial statements of the Group.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

PART 1 – AUDIT COMMITTEE (CONT'D)

9.3 Suitability, objectivity and independence of the external auditor

In accordance with its Terms of Reference, the AC conducts an annual review and monitoring of the suitability and independence of the External Auditors.

The External Auditors have the obligation to bring to the attention of the Board, the AC and the Management any significant defects or deficiency in the Group's systems of reporting, internal control and compliance with approved accounting standards, as well as legal and regulatory requirements. The External Auditors of the Company are also requested to attend at least two (2) AC meetings per year without the presence of Management.

The AC annually assesses the External Auditors against a set of criteria that has been approved by the Board. The scope of assessment, as outlined in the AC Report, includes, amongst others, the suitability, objectivity and independence of the External Auditors. The AC's findings would be reported to the Board for further action, if any.

The Board, through the AC, has assessed and affirmed the independence, objectivity and suitability of the External Auditors to continue in office.

In compliance with the by-laws of the Malaysian Institute of Accountants ("MIA"), the Audit Partners would be rotated every seven (7) years to ensure objectivity, independence and integrity of the audit opinions. This assurance was provided by the External Auditors in the Audit Planning Memorandum and Audit Finding Report presented to the AC. The Company's Audit Partner was last rotated in last financial year.

The AC is satisfied with the competence and independence of the External Auditors and recommends the re-appointment of the External Auditors for shareholders' consideration at the AGM.

Details on the audit fees payable to External Auditors; the key features of the relationship between the AC and the External Auditors; and a summary of the activities of the AC during the financial year are as set out in the AC Report of this Annual Report.

9.4 Composition of the Audit Committee

For the financial year under review, the AC comprises four (4) Non-Executive Directors, three (3) of whom are Independent Directors.

This is in compliance with Paragraph 15.09(1)(b) of the Listing Requirements, which stipulates that "all the audit committee members must be non-executive directors, with a majority of them being independent directors".

9.5 Qualification of the Audit Committee

All members of the AC are financially literate, competent, with two (2) of them being members of the MIA, which fulfills the paragraph 15.09(1)(c)(i) of the Listing Requirements, whereby at least one (1) of them must be a member of the MIA.

The AC members acknowledge the need for continuous education and training. Details of the training attended by the AC members are set out at the paragraph 6.1 herein.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

PART 2 – RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

Intended Outcome 10.0

- **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.**

10.1 Establishment of risk management and internal control framework

The Board undertakes the overall responsibility for risk oversight and risk management. In view of this, the Board has in place, a structured enterprise risk management framework to identify, monitor, control and report on significant risks faced by the Group on a regular basis.

10.2 Features of its risk management and internal control framework

Details of the Group's enterprise-wide risk management framework have been outlined in the Statement on Risk Management and Internal Control section of this Annual Report.

10.3 Risk & Sustainability Committee ("RSC")

The members of the RSC, comprise three (3) Non-Executive Directors of which two (2) are Independent Directors and one (1) is a Non-Independent Non-Executive Director. The members of the RSC and their meeting attendance for the financial year under review have been set out below:

Designation	Directors	Attendance
Chairperson	Suresh Natarajan	4/4
Members	Shum Sze Keong	4/4
	Ng Chee Kiet	4/4
	Piroon Saengpakdee	4/4

Mr. Shum Sze Keong and Mr. Ng Chee Kiet are also the representatives of the AC responsible for reporting any identified significant risks to the RSC.

In addition, the AC has included, as part of its regular meeting agenda, the identification of risk areas to be brought to the attention of the RSC. During the financial year under review, there were no significant financial risks identified by the AC that were reported to the RSC.

In line with its Terms of Reference, the RSC has been tasked to assist the Board in its oversight of risk management (i.e. reviewing and recommending the risk management policies and strategies for the Group to manage overall risk exposure) and sustainability (i.e. reviewing and recommending sustainability strategies and performance in advancing the Group's sustainability ambition and direction).

During the financial year under review, the RSC had carried out the following activities:

(a) Reviewed the quarterly report(s) from the Sustainability Management Committee.
(b) Reviewed and approved the Sustainability Statement (in accordance to NSRF IFRS S1 and S2 requirements) for inclusion in FY2026 Annual Report.
(c) Reviewed the Statement of Risk Management and Internal Control ("SORMIC") for disclosure in FY2026 Annual Report
(d) Reviewed the Group Insurance Renewal.
(e) Reviewed the Group's key risks.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

PART 2 – RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK (CONT'D)

Intended Outcome 11.0

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

11.1 Internal audit function

An independent Internal Audit function, which reports directly to the AC, has been established in line with the Code and the Listing Requirements. Detailed information on the Internal Audit function has been outlined in the AC Report section of this Annual Report.

11.2 Disclosure pertaining to the audit function

The independent Internal Audit function has provided reasonable assurance that the Group's systems of risk management and internal control are satisfactory and operating efficiently, in line with the Risk Management Framework and the Internal Control Processes as described in the SORMIC of this Annual Report.

None of the Internal Audit personnel has any relationship or conflict of interest that could impair their objectivity or independence in carrying out their duties.

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

PART 1 – COMMUNICATION WITH STAKEHOLDER

Intended Outcome 12.0

- **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.**

12.1 Effective, transparent and regular communication with its stakeholders

The Company values its dialogue with shareholders, both individuals and institutions, as a key element of its operations. This dialogue primarily takes place at annual general meetings and extraordinary general meetings, where the Company gathers views, answers questions, and addresses all issues relevant to the Group.

During these general meetings, shareholders are encouraged to seek clarification and provide feedback on the proposed resolutions and the Group's overall operations and prospects. The Board is committed to responding to all queries and considering all suggestions put forth by shareholders. Should there be situations where immediate answers cannot be provided, the Chairman is committed to providing the shareholder with a written response following the meeting.

The Company also conducts briefings for fund managers, institutional investors and investment analysts.

While the Company endeavours to provide as much information as possible to its shareholders and stakeholders, it remains mindful of the legal and regulatory requirements governing the release of material and price-sensitive information. Such material and price-sensitive information will not be released, except to the public through the appropriate channels.

The Board recognises the importance of the role of Independent Directors in safeguarding the interests of shareholders. Shareholders and stakeholders are welcomed to raise their concerns to the Independent Directors. This can be done via mail to the Company's registered address or via the 'Contact' tab on the Company's website.

12.2 Integrated Reporting

The Management and Board had studied the integrated reporting framework and decided not to adopt this for the time being in view of other competing priorities. This matter would be reviewed in the future.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (CONT'D)

PART 2 – CONDUCT OF GENERAL MEETINGS

Intended Outcome 13.0

- **Shareholders are able to participate, engage the board and senior management effectively and make informed voting decisions at general meetings.**

13.1 Notice of AGM

Annual General Meetings serve as the principal platform for the Board and Management to engage with shareholders on the Group's performance, corporate and business developments, and any other matters affecting shareholders' interests.

The Company had served the notice of the Thirty-first (31st) AGM to all shareholders not less than twenty-eight (28) days prior to the meeting to provide sufficient time for the shareholders to consider the proposed resolutions.

13.2 Attendance at AGM

All members of the Board, the Company Secretary, External Auditors and the senior management had attended the 31st AGM at Aman Room, PE3, Plot 17, Hilir Sungai Keluang Tiga, Bayan Lepas Free Industrial Zone, Phase IV, 11900 Bayan Lepas, Penang.

13.3 Leveraging on technology to facilitate communication with Shareholders

The Company had utilised technology to facilitate voting and participation by shareholders physically present at the 31st AGM held on 20 August 2025. All attendees cast their votes via an electronic voting system.

13.4 Meaningful engagement between Board, Senior Management and Shareholders

During the 31st AGM, the Management had presented, amongst others, the Group's performance, key developments and financial results for the reporting year. The Board expressed satisfaction with the agenda, speakers, and venue arrangements for the AGM, and noted that no major contentious issues were raised.

The Chairman of the Board addressed queries received from the shareholders prior to the 31st AGM. Where appropriate, the Chairman redirected relevant questions to the CEO and other members of the senior management for their responses.

13.5 Conduct of General Meeting

For FY2025, the Company held its 31st AGM at Aman Room, PE3, Plot 17, Hilir Sungai Keluang Tiga, Bayan Lepas Free Industrial Zone, Phase IV, 11900 Bayan Lepas, Penang.

Shareholders were physically present at the AGM and participated in the voting via electronic voting. Upon registration on the attendance list, they were provided a barcode wristband and a keypad voting device for this purpose.

13.6 Publication of the Minutes of General Meeting

The minutes of the AGM is circulated to shareholders and published on the Company's website no later than thirty (30) business days after the said AGM.

COMPLIANCE STATEMENT

The Board confirms that, to the best of its knowledge, the Company is substantially in compliance with the principles and practices set out in the Code, as well as the relevant Listing Requirements for the financial year under review.

This Statement has been approved by the Board of Directors on 29 May 2026.

AUDIT COMMITTEE REPORT

The Audit Committee ("AC") is a Board Committee that assists the Board in discharging its responsibilities for, among others, corporate governance, internal controls and financial reporting.

OBJECTIVES

The key function of the AC is to assist the Board in achieving the following oversight objectives in relation to the Group's activities:

(a) Oversee financial reporting;
(b) Review reports from Internal Auditors to validate the audit scope, evaluate existing policies, assess audit quality and ensure compliance with Group's policies and procedures;
(c) Review reports from the External Auditors to validate the scope of audit and audit plan, and to assess audit quality;
(d) Ensure that appropriate processes and procedures are in place to support compliance with applicable laws, rules and regulations, directives and guidelines issued by the relevant regulatory bodies;
(e) Oversee the implementation of the Group's Whistleblowing Policy and Procedures;
(f) Oversee anti-corruption compliance matters and the implementation of the Group's Anti-Bribery and Corruption Policy;
(g) Investigate concerns received in relation to possible improprieties within the Group; and
(h) Evaluate the internal and external audit processes.

The Board reviews the Terms of Reference ("TOR") of the AC from time to time, as appropriate, to ensure that the AC continues to discharge its functions effectively. The most recent review of the TOR was conducted in September 2023. The TOR is available on the Company's website at https://www.sam-malaysia.com.

COMPOSITION

The AC comprised solely Non-Executive Directors, with Independent Directors forming the majority. Their attendance at the four (4) Committee meetings held during the financial year under review is set out below:

Designation	Directors	Attendance
Chairman	YM Tunku Afwida Binti Dato' Tunku Abdul Malek *(Independent Non-Executive Director)*	4/4
Members	Datuk Dr. Wong Lai Sum *(Independent Non-Executive Director)*	4/4
	Shum Sze Keong *(Non-Independent Non-Executive Director)*	4/4
	Ng Chee Kiet *(Independent Non-Executive Director)*	4/4

YM Tunku Afwida Binti Dato' Tunku Abdul Malek and Ng Chee Kiet are members of the Malaysian Institute of Accountants ("MIA"). The above composition of the AC meets the requirements of paragraph 15.09(1)(c) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), which stipulates that at least one member of the AC must be a member of the MIA.

All AC members are financially literate and possess the requisite capabilities to analyse and interpret financial statements, enabling them to discharge their duties and responsibilities effectively.

The Nominating and Remuneration Committee ("NRC") reviewed the terms of office and performance of the AC members for the financial year under review on 28 May 2026. Based on its review, the NRC is satisfied that the AC and its members have effectively discharged their functions, duties and responsibilities in accordance with the TOR and have supported the Board in maintaining high standards of corporate governance and fulfilling its oversight responsibilities in relation to financial reporting and internal controls.

AUDIT COMMITTEE REPORT (Cont'd)

SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR

In accordance with the TOR, the AC held four (4) meetings during the financial year and carried out the following activities:

Financial results

(a) Reviewed the quarterly interim unaudited financial statements and the annual audited financial statements of the Group, prior to submission to the Board for its consideration and approval, with particular focus on changes in, or implementation of, major accounting policies; significant judgement areas; significant and unusual events; and compliance with applicable accounting standards.
(b) Received verbal assurance from the Chief Financial Officer ("CFO") that adequate processes and controls were in place to support the effective and efficient preparation of the quarterly consolidated financial statements.

External Auditors

(a) Evaluated the scope of work, proposed audit fees and yearly audit plan presented by the External Auditors.
(b) Met with the External Auditors once, in the absence of management, to discuss their feedback and any other matters arising from their interim and final audits. The External Auditors did not raise any major concerns.
(c) Reviewed and assessed the performance of the existing External Auditors of the Group.
(d) Reviewed the External Auditors' report and opinion in relation to the audited financial statements of the Company and the Group, including any significant audit findings.
(e) Reviewed the assistance provided by the Group's employees to the External Auditors and the overall conduct of the audit.
(f) Reviewed and evaluated the suitability and independence of the External Auditors, obtained assurance of independence from the External Auditors, and recommended the re-appointment of the Group's External Auditors to the Board.
(g) Reviewed the non-audit services and fees payable to External Auditors and its affiliates to ensure that the fees were within the threshold approved by the Board and that such services did not have any significant impact on their independence as the External Auditors.

Internal Auditors

(a) Reviewed the adequacy and relevance of the scope, function, competency and resources of the Internal Auditors, and confirmed that they had the necessary authority to carry out their work.
(b) Reviewed and approved the internal audit plan proposed by the Internal Auditors.
(c) Reviewed internal audit reports, recommendations made by the Internal Auditors and Management's responses, as well as actions taken to strengthen the system of internal controls and procedures. Where appropriate, the AC directed Management to rectify and improve control procedures and workflow processes based on the Internal Auditors' recommendations and suggestions for improvement.
(d) Reviewed the implementation of the rectifications and improvements by the Management through follow-up audit reports from the Internal Auditors.
(e) Reported to the Board on the activities of the Internal Auditors and on significant findings and results.
(f) Reviewed the performance of the Internal Auditors and updated the Board accordingly.
(g) Reviewed the FY2027 Internal Audit budget.

Related party transactions ("RPT") and recurrent related party transactions of a revenue and/or trading nature ("RRPT")

(a) Reviewed the reports prepared by an external consultant in relation to the review on the RRPT on a quarterly basis to assess if the actual transacted amounts were within the prescribed approved limits and that such RRPT were undertaken on arm's length and on normal commercial terms, which are consistent with the Group's usual business practices and policies, on transaction prices and terms which are not more favorable to the related parties than those generally available to the public and are not detrimental to the minority shareholders.
(b) Reviewed the reports of RPT and RRPT to ensure that proper processes were carried out to identify and capture all the RPT and RRPT during the financial year under review.
(c) Reviewed the proposed renewal of existing and new shareholders' mandate for RRPT before recommending to the Board for onward tabling of the same for approval by the shareholders.
(d) Reviewed new RRPT entered into during the financial year under review which is in compliance with the Main Market Listing Requirements of Bursa Securities.

AUDIT COMMITTEE REPORT (Cont'd)

SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR (CONT'D)

Conflict of Interest

(a) Reviewed the declarations by AC members, Directors and key senior management in respect of actual, perceived or potential conflicts of interest relating to the items discussed at meetings.
(b) Reviewed declarations of interest, including actual, perceived or potential conflicts of interest involving Directors and key senior management of the Group, and recommended appropriate course of action to the Board.

Others

(a) Reviewed the Statement on Risk Management and Internal Control which provides an overview of the state of internal controls and risk management within the Group and also the AC Report prior to the Board's approval for inclusion in the 2026 Annual Report.
(b) Reviewed the AC's performance evaluation for the financial year under review.
(c) Reviewed the Transfer Pricing Report for FY2025 prepared by the Group's tax adviser.
(d) Reviewed the Inventory Provision Guidelines of the Group.

INTERNAL AUDIT FUNCTION

The internal audit function has been outsourced to an external service provider ("Internal Auditor"). The AC approved the internal audit plan for FY2026 which covered four (4) key identified areas of internal controls, risk management and governance processes. Based on the internal audit plan approved by the AC, audit work was conducted by the Internal Auditor throughout the financial year. The Internal Auditor reported directly to the AC.

In conducting its audit work, the Internal Auditor reviewed the adequacy and effectiveness of the internal control systems and assessed compliance with relevant rules, regulations, policies and procedures governing the Group. In addition, the Internal Auditor evaluated the efficiency of auditable areas, as approved by the AC under the internal audit plan. The results of the internal audits, together with the Internal Auditor's recommendations and Management's responses were presented to the AC for discussion during the periodic meetings held within the year.

The internal audits were performed by the Internal Auditor in accordance with the Standards for the Professional Practice of Internal Auditing issued by The Institute of Internal Auditors (the "IIA Standards").

Throughout the financial year under review, the Internal Auditor covered the following areas:

(a) Procurement Management of SAM Precision (M) Sdn Bhd, a subsidiary based in Malaysia
(b) Production Planning and Procurement and Accounts Payable Management of SAM Precision (Thailand) Limited, a subsidiary based in Thailand
(c) Machine/Equipment Maintenance of Aviatron (M) Sdn Bhd, a subsidiary based in Malaysia
(d) Inventory Management of Meerkat Precision Sdn Bhd, a subsidiary based in Malaysia

Follow-up audits were subsequently performed by the Internal Auditor to ascertain the status of the implementation of the Internal Auditor's recommendations on the previous internal audit visits.

The AC has confirmed that all audit findings during the financial year under review have been duly addressed by Management in a timely manner and to the AC's satisfaction.

During the financial year, the total costs incurred for the internal audit services amounted to RM162,878.

AUDIT COMMITTEE REPORT (Cont'd)

ACCOUNTABILITY AND AUDIT

Financial reporting

The Board strives to deliver a balanced and insightful evaluation of the Group's financial performance and prospects. This is primarily achieved through the annual financial statements, quarterly results announcements, Management Discussion and Analysis, and the Sustainability Reporting section of the Annual Report. The Board is assisted by the AC to oversee the Group's financial reporting processes and the quality of its financial reporting.

Internal control & risk management

The Board assumes the overall responsibility for overseeing and managing risks. In view of this, the Board has in place a structured enterprise risk management framework for the Group to identify, monitor, control and report on principal risks faced by the Group on a regular basis.

Any material risks identified by the AC were referred to the Risk & Sustainability Committee ("RSC") for further action and monitoring.

The RSC reviews risk management policies and strategies for the Group, recommends them to the Group, and assists the Board in fulfilling its risk management and statutory responsibilities by managing the Group's overall risk exposure.

The key features and state of internal control and risk management of the Group is furnished in the Statement on Risk Management and Internal Control of this Annual Report.

Relationship with external auditors

The External Auditors of the Company fulfil an essential role in providing assurance to shareholders and other stakeholders on the reliability of the Group's financial statements. The External Auditors are obligated to notify the Board of Directors, the AC, and Management of any significant weaknesses in the Group's reporting systems, deficiencies in internal control, and any non-compliance with approved accounting standards and legal and regulatory requirements.

The audit fees payable by the Company and by the Group to the External Auditors and its affiliated firms or corporations amounted to RM130,000 and RM539,444 respectively. The non-audit fees payable by the Company and by the Group to the External Auditors and its affiliated firms or corporations amounted to RM15,000 and RM47,877 respectively.

Each year, the Board, through the AC, evaluates and confirms the independence and suitability of the External Auditors. The assessment covers, among others, the calibre of the audit firm and engagement, team, fees, scope and planning, quality of processes and performance, independence and objectivity, and client communication. The Board has formalised assessment criteria to evaluate the independence and suitability of the External Auditors and to govern the circumstances under which contracts for provision of non-audit services may be entered into by the External Auditors and/or its affiliates.

This AC Report was approved by the Board of Directors on 29 May 2026.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

BOARD RESPONSIBILITY

The Board of Directors ("Board") of SAM Engineering & Equipment (M) Berhad ("Company" or "SAMEE") affirms its overall responsibility for overseeing the Company's and its subsidiaries' ("Group") internal control system and risk management, and for reviewing their adequacy and integrity.

The internal control system encompasses governance, risk management and financial strategy as well as organisational, operational, regulatory and compliance controls. The Board recognises that the system is designed to manage, rather than to eliminate, the risk of non-compliance with Group policies and other risks that may impede the achievement of the Group's goals and objectives. Accordingly, it provides reasonable, but not absolute, assurance against material misstatement, loss or fraud.

The adequacy and effectiveness of the Group's risk management and internal control systems are reviewed by the Risk & Sustainability Committee ("RSC") and the Audit Committee ("AC") respectively, through the Group's Enterprise Risk Management ("ERM") framework and periodic internal audits. The ERM process is conducted internally, while internal audits are conducted by independent service providers. Internal control findings and Management's corrective actions are presented by the internal auditors for the AC's deliberation at the AC meetings.

Each business unit, together with its supporting departments, has implemented control processes within its operations under the leadership of the Chief Executive Officer ("CEO"), who is responsible for overseeing the Group's overall business and regulatory governance. Additionally, the CEO also serves as the Chief Risk Officer ("CRO"), ensuring alignment between strategic leadership and risk management responsibilities within the Group.

RISK MANAGEMENT

The Group has established an ERM framework that adheres to the principles and guidelines of the Committee of Sponsoring Organisations of the Treadway Commission's Enterprise Risk Management – Integrating with Strategy and Performance 2017. This framework is seamlessly integrated into the Group's management systems to identify, measure, assess and manage risks across the Group's activities, and ensure they are aligned with the Group's strategic objectives and regulatory requirements.

The Board has delegated to the RSC responsibility for reviewing the risk management framework and risk dashboards, which set out the likelihood and impact of significant risks as well as the corresponding mitigation action plans implemented by Management.

The RSC is supported by the CRO, key management personnel and the risk management divisions of each business unit, led by their respective heads.

Enterprise Risk Management Framework

The Group's ERM framework is illustrated below:

Governance and Culture

- Board of directors provides oversight of the Group's strategic plans and their corresponding strategies; and carries out governance responsibilities to support Management in achieving the strategic plans and business objectives for long term value creation
- Management establishes operating structures in the pursuit of strategic and business objectives
- Management defines the desired Group-wide culture
- Management demonstrates commitment to the Group's core values
- Management is committed to build human capabilities in alignment with strategic and business objectives

Strategy and Objective Setting

- Management considers potential effects of business context on risk profile
- Management defines risk appetite in the context of creating, preserving and realising value
- Management evaluates alternative strategies and their potential impacts on the risk profile
- Management considers risks in formulating business objectives at various levels that align and support the strategy

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (Cont'd)

RISK MANAGEMENT (CONT'D)

Enterprise Risk Management Framework (Cont'd)

The Group's ERM framework is illustrated below (Cont'd):

Performance

- Management identifies risks that impact the performance of strategy and business objectives
- Management assesses the severity of the identified risks
- Management prioritises risks as the basis to select approriate responses to risks
- Management selects and implements risk responses
- Management develops and evaluates portfolio view of risks

Review and Revision

- Management assesses changes that may substantially affect strategy and business objectives
- Management reviews group performance and considers its risks
- Management pursues improvement in the ERM

Information, Communication and Reporting

- Management leverages Group's information and technology systems to support the ERM
- Management uses existing communication channels to support the ERM
- Management reports on risk, culture and performance at different levels and across the Group

The ERM framework is periodically evaluated and updated to maintain its relevance and effectiveness in managing the Group's evolving risk landscape, taking into account changes in business environment.

INTERNAL CONTROL SYSTEM

KEY INTERNAL CONTROL PROCESSES

1. Authority and Responsibility

   (a) The duties of the Board in terms of oversight, particularly in relation to internal control, compliance, and governance, are entrusted to the AC, following well-defined Terms of Reference, which are subject to periodic review and amendment when deemed necessary.
   (b) The Group maintains a clear organisational structure with defined reporting lines and appropriate levels of responsibility.
   (c) The Authority Limits Document is reviewed and updated, where necessary, to reflect the Management's authorisation limits.

2. Planning, Monitoring and Reporting

   (a) An annual planning and budgetary exercise is carried out and approved by the Board prior to implementation.
   (b) Updates on the Group's business and operations, including key financial performance variances, are presented to the Board at each meeting.
   (c) The CFO provides assurance to the AC that adequate processes and controls are in place to support an effective and efficient financial closing process and the preparation of the quarterly consolidated financial statements.

3. Policies and Procedures

   The Group has in place formalised and documented internal policies, standards and procedures to ensure compliance with internal controls and relevant laws and regulations, and to detect and prevent fraud and other irregularities. These documents are periodically reviewed and updated to ensure they remain current and relevant. Common Group policies are also available on intranet for employees' reference.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (Cont'd)

INTERNAL CONTROL SYSTEM (CONT'D)

KEY INTERNAL CONTROL PROCESSES (CONT'D)

4. Audits

   The AC assesses compliance with policies and procedures, as well as relevant laws and regulations, through internal audits. The internal auditors report directly to the AC to assist the AC in discharging its duties and responsibilities.

   Details of the AC's activities are set out in the Audit Committee Report in the 2026 Annual Report.

5. Conduct of Staff

   (a) The Standard of Conduct, Business Ethics and Conflicts of Interest sets out the ethical standards and expected conduct applicable to all employees.
   (b) The Whistleblowing Policy provides a channel for employees and external parties to report concerns, including actual or suspected breach of law or regulation, in a safe and confidential manner.
   (c) The Personal Data Protection Policy establishes requirements for the management, control and protection of confidential information to minimise the risk of data leakage and improper use.
   (d) The Anti-Bribery and Corruption Policy reinforces the Group's "top-down" tone for a zero-tolerance approach to bribery and corruption.
   (e) Segregation of duties is applied by allocating conflicting tasks to different employees to reduce the risk of error and fraud.

6. Business Continuity Management

   The Company and its major subsidiaries have implemented a Business Continuity Management ("BCM") Policy which sets out the objectives, scope, strategies and emergency response procedures, as well as the chain of command and responsibilities for the effective execution of the Group's business continuity plan. Business Continuity Plans ("BCP") have also been implemented for essential business functions and critical systems infrastructure, and are reviewed and updated as required. During the year, the Group conducted a disaster recovery simulation to assess the robustness of core information technology systems and the Group's preparedness for potential business disruptions. The findings and feedbacks were analysed for continuous improvement.

7. Information Technology ("IT") Security and Cyber Resilience

   The Group places strong emphasis on the security and resiliency of its information and technology infrastructure, which is critical in maintaining business operations, meeting stakeholders' expectations and safeguarding the Group's reputation. The Information Technology Cybersecurity and Incident Response Policy, together with the Information Technology Disaster Recovery Procedures, have been established to safeguard the Group's information systems and data against significant threats, including errors, frauds, privacy violations, service disruptions and natural disasters.

   The Group's IT Department performs comprehensive and systematic reviews to identify and assess potential threats, including cyber threats, and to strengthen the technology infrastructure. These processes and controls are intended to enhance the Group's ability to prevent, detect, and respond to potential business disruptions and system failures. In addition, external consultants are engaged to conduct targeted assessments on core IT risks, such as cybersecurity and resilience to align the Group's IT capabilities with the recognised standards and industry best practices.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (Cont'd)

REVIEW OF THIS STATEMENT

RSC and AC

The AC and RSC have reviewed this Statement on Risk Management and Internal Control. Any lapse in internal controls has been adequately addressed in consultation with the Internal Auditors. The internal audits conducted during the year did not identify any circumstances indicating fundamental deficiencies in the Group's internal control system.

External Auditors

The External Auditors have reviewed this Statement on Risk Management and Internal Control in accordance with the scope set out in Audit and Assurance Practice Guide ("AAPG") 3, Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report issued by the Malaysian Institute of Accountants ("MIA"), for inclusion in the Annual Report of the Group for the financial year ended 31 March 2026. The external auditors reported to the Board that nothing has come to their attention to cause them to believe that the statement to be included in the Annual Report of the Group, in all material respects:

(a) has not been prepared in accordance with the disclosures required by Section 7 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Companies ("SORMIC Guide 2025"), or
(b) is factually inaccurate.

AAPG 3 does not require the external auditors to consider whether the Directors' Statement on Risk Management and Internal Control covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system, including the assessment and opinion by the Board of Directors and Management. The External Auditors are also not required to consider whether the processes described to address material internal control matters or significant issues disclosed in the Annual Report will, in fact, remedy those issues.

CONCLUSION

Notwithstanding the assurance received from the CEO and CFO that the Group's internal control and risk management systems are operating adequately and effectively in all material aspects, these systems cannot eliminate the risk of collusion, deliberate circumvention of procedures by employees, frauds, or other unforeseen circumstances.

The Board is of the view that the system of internal control and risk management in place during the year under review, and up to the date of approval of this Statement, are sound and adequate to safeguard shareholders' investment, the interest of customers, regulators, employees and other stakeholders, as well as the Group's assets.

The Statement on Risk Management and Internal Control was approved by the Board of Directors on 29 May 2026.

OTHER INFORMATION

1. Recurrent Related Party Transactions (RRPT) of revenue or trading nature for the year ended 31 March 2026

Details of RRPT made during the financial year ended 31 March 2026 pursuant to the shareholders' mandate obtained by the company at the Annual General Meeting held on 20 August 2025 are as follows:

Companies within the Group involved in RRPT	Nature of transactions	Related Party with whom the Group is transacting	Amount in RM'000	Interested Related Party	Relationship
SAMEE Group	Sales of aerospace parts and other precision tools Provision of corporate management services, engineering and administrative services Purchase of corporate management, engineering and administrative, fitting and quality assurance services Rental of office, factory premises and machines Sale of fabrication, machining services and special services Purchase of fabrication, machining and special process services	SAMPL Group	16,471 2,278 (2,272) (1,281) 0 0	Tan Kai Hoe, Shum Sze Keong, Lim Hee Seng, Peter [N1], Chan Tai Heng, Jeremy [N2], Temasek, Accuron, SAMPL	Tan Kai Hoe is the Non-Independent Non-Executive Chairman of SAMEE, Director and Deputy Chairman of SAMPL and Director, President & CEO of Accuron. Lim Hee Seng, Peter is the Non-Independent Non-Executive Director of SAMEE, Director of SAMPL, SAM (Suzhou) Co., Ltd. and SAM Aerospace (NI) Ltd. and also the CEO of SAMPL. Shum Sze Keong and Chan Tai Heng, Jeremy are the Non-Independent Non-Executive Directors of SAMEE and Directors of SAMPL.

Note:

N1 Effective from 20 August 2025, Mr. Lim Hee Seng, Peter has retired from his position as Non-Independent Non-Executive Director of SAMEE and was no longer a Director of all subsidiaries of SAMEE on 31 July 2025.

N2 Chan Tai Heng, Jeremy was appointed as Non-Independent Non-Executive Director of the Company with effect from 18 December 2025.

SAMEE : SAM Engineering & Equipment (M) Berhad
SAMEE Group : SAM Engineering & Equipment (M) Berhad and its subsidiaries
SAMPL : Singapore Aerospace Manufacturing Pte Ltd, the immediate holding company of SAMEE
SAMPL Group : SAMPL and its subsidiaries/associates excluding SAMEE Group
Accuron : Accuron Technologies Limited, the immediate holding company of SAMPL
Temasek : Temasek Holdings (Private) Limited, the immediate holding company of Accuron

2. Material Contracts Involving Interests of Directors and Major Shareholders

There were no material contracts of the Company and its subsidiaries involving interests of directors and major shareholders for the financial year under review.

STATEMENT OF DIRECTORS' RESPONSIBILITY IN RELATION TO THE FINANCIAL STATEMENTS

The Board is responsible for ensuring that the financial statements give a true and fair view of the state of affairs of the Company and of the Group as at the end of the financial year, and of their profit or loss and cash flows for the financial year then ended. In preparing the financial statements, the Directors have ensured compliance with applicable approved accounting standards in Malaysia and the provisions of the Companies Act 2016.

In preparing the financial statements, the Directors have selected and applied consistently suitable accounting policies and made reasonable and prudent judgments and estimates.

The Directors also have a general responsibility for taking steps to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

This statement was approved by the Board of Directors on 29 May 2026.