

# CORPORATE GOVERNANCE REPORT

**STOCK CODE** : 6599  
**COMPANY NAME** : AEON CO. (M) BHD.  
**FINANCIAL YEAR** : December 31, 2024

## OUTLINE:

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

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

### **SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES 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 Paragraph 15.25 of Bursa Malaysia Listing Requirements.*

### Intended Outcome

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

### Practice 1.1

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

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board is responsible in setting the strategic directions and oversee the overall corporate strategies, key policies, management and financial matters of the Company. The Board also ensures the Company and its businesses are managed in compliance with relevant regulatory requirements, standards, policies and guidelines applicable to the Company.</p> <p>The Board delegates the implementation of its strategies to the Company's Management. However, the Board remains ultimately responsible for corporate governance and the affairs of the Company.</p> <p>The Board also ensures that resources are in place for the Company to meet its objectives as well as strategies are aligned to the interests of shareholders and other stakeholders.</p> <p>The Board provides oversight on matters delegated to the Management. The Company adopts a Financial Authority Approving Limit (FAAL) approved by the Board which the Management has to adhere to in carrying out its day-to-day operations.</p> <p>The Board meets at least four (4) times a year, at quarterly intervals, to review the performance, strategies and operations of the Company, with additional meetings to be convened as and when necessary.</p> <p>The roles and responsibilities of the Board and matters reserved for the Board are clearly defined in the Board Charter.</p> <p>While at all times the Board retains full responsibility for guiding and monitoring the Company, in discharging its responsibilities, the Board has established the following Board Committees to perform certain of its functions and to provide it with recommendations and advices:</p> <ul style="list-style-type: none"><li>• Nomination and Remuneration Committee (NRC);</li></ul>

	<ul style="list-style-type: none"> <li>• Audit Committee (AC); and</li> <li>• Sustainability and Risk Management Committee (SRMC)</li> </ul> <p>The Board Committees' roles and responsibilities in discharging its functions are set out in the Terms of Reference of each Committees.</p> <p>The Board provides leadership within a framework of prudent and effective controls which enable risk to be appropriately assessed and managed. The Board sets the Company's values and standards and believes that effective corporate governance is based on honesty, integrity and transparency.</p>	
<b>Explanation for departure</b> :		
<p><i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i></p>		
<b>Measure</b> :		
<b>Timeframe</b> :		

**Intended Outcome**

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

**Practice 1.2**

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 is responsible for instilling leadership, effectiveness, conducts and governance practice of the Company.</p> <p>Datuk Iskandar Sarudin is the Independent Non-Executive Chairman of the Board. He provides strong leadership and is responsible for instilling good corporate governance practices, leadership and effectiveness of the Board. He also actively seeks opinions of the Board members and allow dissenting view to be freely expressed during the Board Meetings.</p> <p>The roles and responsibilities of the Chairman of the Board is specified in the Company's Board Charter, which is available online on the Company's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</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 roles of the Chairman and the Managing Director (MD) are distinct and separate to create accountability and facilitate clear division of responsibilities to ensure that there is a balance of power and authority in the Company.</p> <p>The Chairman, Datuk Iskandar Sarudin, provides strong leadership to the Board in its cohesive oversight of Management while both the previous MD, Mr. Keiji Ono (who resigned on 29 February 2024) and current MD, Mr. Naoya Okada (who is appointed on 1 March 2024) are responsible for the running of the Company's operations and implementation of Board's policies and decisions. The respective roles and responsibilities of the Chairman and the MD are clearly articulated in the Board Charter, which is available on the Company's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</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 1.4

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, Datuk Iskandar Sarudin is not a member of the AC and NRC. He does not attend nor participate in any meeting of AC and NRC by way of invitation or in any other capacity.  The Board Charter and Terms of Reference of the AC and NRC clearly stipulate that the Chairman of the Board shall not be a member of the AC and NRC.
<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 Company Secretaries, Ms Tai Yit Chan and Ms Tan Ai Ning, both from Boardroom Corporate Services Sdn. Bhd, are fellow members of MAICSA and have more than 20 years of experience as Company Secretaries.</p> <p>The Directors have ready and unrestricted access to the advice and services of the Company Secretaries to enable them to discharge their duties effectively. The Board is regularly updated and advised by the Company Secretaries who are professionally qualified, experienced and knowledgeable on new or revised regulatory requirements as well as corporate governance best practice. In this respect, the Company Secretaries play an advisory role to the Board, particularly with regards to the Company's Memorandum and Articles of Association, Board policies and procedures, and its compliance with regulatory requirements as well as adoption of corporate governance best practices. The roles and responsibilities of the Company Secretary are specified in the Board Charter, which is available on the Company's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</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 1.6

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>Directors are furnished with the agenda of meetings together with a due notice, Board or Board Committees papers and reports at least five (5) business days prior to the Board and Board Committees meetings. This is to allow Directors with sufficient time to review and to facilitate a full and effective discussion during the meeting. Exceptions may be made for certain ad hoc or urgent instances when Directors unanimously consent to short notice.</p> <p>All Board Committee meetings are held separately from the main Board meeting, which enable objective and independent discussion during the meeting. The Chairman of the Board Committee will then report significant matters discussed during the Board Committee meetings to the Board during the main Board meeting.</p> <p>The Board or Board Committees papers are prepared by the Management to provide accurate and quality information or updates on financial, operational and legal related matters that enable informed decision making to be performed smoothly at the meeting.</p> <p>Upon conclusion of the meeting, the minutes of meeting are circulated in a timely manner to all Directors to allow Directors to review and make corrections to the minutes. This is to ensure that the minutes of meeting prepared by the Company Secretaries accurately reflect the deliberations and decisions of the Board, including whether any Director abstained from voting or deliberating on a particular matter.</p> <p>Any matters arising from the meeting including suggestion and request by the Board and Board Committee's members are communicated to the Management. In subsequent meetings, the Board and Board Committee will follow up on any matters arising until the resolution of the matter.</p> <p>Besides direct access to the Management, the Directors, either as a group or individually, may upon obtaining prior Board's approval, seek independent advice, where necessary, at the Company's expense on any matters in relation to discharging their duties.</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 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 has adopted a Board Charter which clearly sets out the roles, functions, composition and operation of the Board, having regard to the principles of good corporate governance and requirements of Main Market Listing Requirements (MMLR) of Bursa Malaysia Securities Berhad (Bursa Securities).</p> <p>The Board Charter further defines matters that are reserved for the Board as well as the roles and responsibilities of the Chairman and the MD. Key matters, among others, reserved for the Board include:</p> <ul style="list-style-type: none"><li>• Approval of corporate strategic plans and annual budgets;</li><li>• Approval of material acquisitions and disposals of undertakings and properties;</li><li>• Review and approve the Financial Statements encompassing annual audited financial statements and quarterly reports; and</li><li>• Review and approve Financial Authority Approving Limit (FAAL)</li></ul> <p>The Senior Independent Non-Executive Director, Encik Hisham Zainal Mokhtar is a person to whom concerns on matters relating to corporate governance of the Company can be conveyed.</p> <p>The Board Charter will be regularly reviewed and updated in line with the needs of the Company and any new / revised regulations that may have an impact on the discharge of the Board's duties. The Board Charter is available on the Company's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</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 Board adopts the AEON Code of Conduct (ACOC) which was established by AEON CO., LTD. in Japan to support the Company's objectives, vision and values. The basic principles have been carried out by having appropriate regard to the interests of the Company's customers, shareholders, people, business partners and the broader community in which the Company operates.</p> <p>All employees are briefed and provided with a copy of the ACOC on the commencement of their employment. Employees are also being constantly made aware of the principles of ACOC through citation in staff assemblies. The ACOC is available on the Company's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</a>.</p> <p>In addition, the Company has also established the Anti-Bribery and Corruption Policy in accordance with Section 17A of the Malaysian Anti-Corruption Commission Act 2018 with effect from 1 June 2020. The Anti-Bribery and Corruption Policy is available on the Company's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</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 3.2**

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 Company has established a Whistleblowing Policy and Procedures that was reviewed and approved by the Board.</p> <p>The Company is committed to the highest standard of integrity, openness and accountability in the conduct of its business and operations. It aspires to conduct its affairs in an ethical, responsible and transparent manner. Recognising these values, the Company provides avenue for all employees and members of the public to disclose any improper conduct or irregularities within the Company, such as conflicts of interest, abuse of power, corruption, insider trading and money laundering, with assurance that they will be protected from possible reprisals or victimisation.</p> <p>The Whistleblowing Policy and Procedures is available on the Company’s website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</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 Company has adopted a multifaceted approach towards sustainability by aligning itself to the United Nations Sustainable Development Goals, which have been aligned to AEON Basic Principles that focus on three key thrusts of Peace, People and Community with CUSTOMER as the central core.</p> <p>The Board is responsible for AEON's overall sustainability strategy and performance while the SRMC advises the Board on the implementation and integration of sustainability risks, policies, practices and goals.</p> <p>The SRMC is responsible in formulating the sustainability and climate risk strategy, aligned to AEON's strategic business objectives. The SRMC is chaired by Ms Chong Swee Ying from 1 January 2024 to 23 May 2024 and Ms Jenifer Thien Bit Leong from 24 May 2024 onwards and supported by the Sustainability Steering Committee (SSC), whose role is to oversee the implementation of sustainability strategy and performance.</p> <p>Chaired by the Deputy Managing Director and with the participation from AEON Leadership Council members, the Sustainability Steering Committee (SSC) oversees the implementation of sustainability strategy and performance. The SSC is supported by the Sustainability Task Force (STF) whose role is to manage the overall sustainability performance, drive initiatives throughout the Company as well as monitor its progress and targets.</p> <p>The Company had also adopted a Sustainability Policy and the AEON Sustainability Charter (ASC) in 2022 as a blueprint for the Company's key engagement area, which highlights the Company's sustainability principles and key initiatives for the coming years. In year 2024, the Company had embarked on a comprehensive review of the sustainability strategy and framework and enhanced the AEON</p>

	Sustainability Charter to reinforce the dedication to continuous improvement and addressing emerging ESG challenges.	
<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>	:	Guided by the AEON Sustainability Charter, AEON's sustainability strategies, priorities and targets have been incorporated into the strategic plan of the Company and is communicated to the employees. The employees are made aware that sustainability will be the value driver of the Company and forms part of the Company's business model.  The detailed narrative as well as specific disclosures on strategies, priorities and achievements on how the company has continued to make progress on its journey of sustainability are communicated to external stakeholders through its Sustainability Statement, which are set out in our Integrated Annual Report 2024.	
<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 updated through the SRMC on the sustainability issues relevant to the Company and the sustainability efforts undertaken by the Company, which are categorised based on the Economics, Environmental, Social, and Governance criteria.</p> <p>The Board also understands the importance of the Company in playing its role in the community and fulfilling its corporate social responsibility.</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>Questions relating to the Environmental, Social and Governance (ESG) issues and sustainability had been included in the Board Evaluation questionnaire.</p> <p>The Board is responsible for monitoring the development of the ESG strategies, as well as associated goals and metrics, including the identification and integration of non-financial KPIs. KPIs in relation to ESG had also been embedded in the corporate scorecard.</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.

*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.*

<b>Application</b>	:	Adopted
<b>Explanation on adoption of the practice</b>	:	<p>The Company has established a Sustainability Task Force (STF), whose role is to manage the overall sustainability performance, drive initiatives throughout the Company as well as monitor its progress and targets. The STF reports to the Sustainability Steering Committee (SSC), which is led by the Deputy Managing Director, and the SSC is responsible for overseeing the execution and monitoring of sustainability strategies and performance across the Company.</p> <p>The SSC, in turn, supports the Sustainability and Risk Management Committee (SRMC), which is tasked with aligning sustainability and climate risk strategies to AEON's broader business objectives.</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 NRC had reviewed and evaluated the effectiveness of the Board for financial year 2024 based on the independent assessment from an external consultant, encompassing interview sessions and evaluation forms completed by the Directors. The NRC was satisfied that the Directors have discharged their responsibilities in a commendable manner.</p> <p>The NRC was also of the view that all Directors have contributed to robust deliberation and decision making during the Board and Board Committees meetings. The NRC had proposed for the re-election of all the retiring Directors to the Board for recommendation to the shareholders' approval at the 40<sup>th</sup> Annual General Meeting of the Company.</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>As at 31 December 2024, the Board consist of 10 Directors, six of which are Independent Non-Executive Directors (INEDs), which constitute more than half of the Board.</p> <p>All the INEDs have satisfied the independence criteria as defined under Paragraph 1.01 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The INEDs are able to demonstrate their independent judgement and objectivity during the decision-making process of the Board and acts in the best interest of the Company and its stakeholders.</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>	:	Currently, all independent Directors does not exceed cumulative term of nine years.				
		<b>Years of service</b>	<b>&lt; 1 year</b>	<b>1 - &lt; 5 years</b>	<b>5 - &lt; 9 years</b>	<b>9 years</b>
		<b>No. of Directors</b>	-	5	1	-
<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.

<i>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.</i>	
<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 Board has adopted a formal policy on diversity of the Company by taking into consideration a range of different skills, age, gender, ethnicity, backgrounds and experiences (including international experience) represented among its Directors, Senior Management, officers and staff as the Board is aware that it is important in ensuring robust decision-making processes with a diversified viewpoint and the effective governance of the Company. The Diversity Policy is available on the Company's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</a>.</p> <p>The Company has restricted any person who is or becomes an active politician to be appointed, re-appointed, elected or re-elected as a Director on the Board or continue to serve as a Director. A person is considered an "active politician" if he is a Member of Parliament, State Assemblyman or holds a position at the Supreme Council or division level in a political party.</p> <p>Board members will declare their directorship in both listed and non-listed companies twice per year through a declaration form. No Director of the Company holds more than five (5) directorships in public listed companies.</p> <p>The diversity composition for AEON are as follows:</p> <table border="1"> <thead> <tr> <th colspan="5">Race/Ethnicity</th> <th colspan="2">Nationality</th> </tr> <tr> <th>No. of Directors</th> <th>Bumiputera</th> <th>Chinese</th> <th>Indian</th> <th>Others</th> <th>Malaysian</th> <th>Foreigner</th> </tr> </thead> <tbody> <tr> <td></td> <td>5</td> <td>2</td> <td>-</td> <td>3</td> <td>7</td> <td>3</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th colspan="4">Age Group</th> <th colspan="2">Gender</th> </tr> <tr> <th>No. of Directors</th> <th>40 - 49</th> <th>50 – 59</th> <th>60 - 69</th> <th>70 -79</th> <th>Male</th> <th>Female</th> </tr> </thead> <tbody> <tr> <td></td> <td>1</td> <td>5</td> <td>4</td> <td>-</td> <td>6</td> <td>4</td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th colspan="5">Race/Ethnicity</th> <th colspan="2">Nationality</th> </tr> <tr> <th>No. of AEON Leadership Council</th> <th>Bumiputera</th> <th>Chinese</th> <th>Indian</th> <th>Others</th> <th>Malaysian</th> <th>Foreigner</th> </tr> </thead> <tbody> <tr> <td></td> <td>2</td> <td>4</td> <td>-</td> <td>4</td> <td>6</td> <td>4</td> </tr> </tbody> </table>						Race/Ethnicity					Nationality		No. of Directors	Bumiputera	Chinese	Indian	Others	Malaysian	Foreigner		5	2	-	3	7	3	Age Group				Gender		No. of Directors	40 - 49	50 – 59	60 - 69	70 -79	Male	Female		1	5	4	-	6	4	Race/Ethnicity					Nationality		No. of AEON Leadership Council	Bumiputera	Chinese	Indian	Others	Malaysian	Foreigner		2	4	-	4	6	4
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Skill and Experience of Directors:

Industry Experience	Functional Experience
<ul style="list-style-type: none"> <li>➤ Retail &amp; Consumer goods</li> <li>➤ Public Services/Government Relations</li> <li>➤ Property Management &amp; Construction</li> <li>➤ Plantation</li> <li>➤ Corporate Financing</li> <li>➤ Banking</li> <li>➤ Healthcare</li> </ul>	<ul style="list-style-type: none"> <li>➤ Strategy</li> <li>➤ Legal / Regulatory</li> <li>➤ Audit &amp; Accounting</li> <li>➤ General Management</li> <li>➤ Sales &amp; Marketing</li> <li>➤ Human capital</li> <li>➤ Investment</li> <li>➤ Sustainability</li> </ul>

During the financial year under review, the Board members attended briefings, conferences, forums, seminars and training programmes as follows:

Directors	Briefing/Conference/Forum/Seminar/Training attended	Date
Datuk Iskandar Sarudin	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	29 – 30 May
	Navigating Anti-Corruption Practices in Retail	11 Jul
	AEON Policy Meeting	24 Oct
	AEON Top Seminar	25 Oct
Mr. Naoya Okada	NRF APAC 2024, or Retail's Big Show Asia Pacific 2024	11 – 12 Jun
	Navigating Anti-Corruption Practices in Retail	11 Jul
	AEON Policy Meeting	24 Oct
	AEON Top Seminar	25 Oct
	Climate Change Awareness, Climate Risk Management, Carbon Literacy, and Climate Data Reporting & Auditing	7 Nov
	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	27 – 28 Nov
Encik Hisham Zainal Mokhtar	Navigating Anti-Corruption Practices in Retail	11 Jul
	Sustainability Capability Training for Directors and C Suite: "Boom or Bust"	4 Oct
	World Summit AI	9 – 10 Oct
Puan Zaida Khalida Shaari	Transparency Matters: A Director's Approach to Handling Conflicts of Interests	7 Mar
	Global Outlook for AMLCFT & TFS	29 Apr
	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	20 – 21 May
	Board Learning Session #1-2024: Land Acquisition Journey and Project Learnings	18 Jun
	SIDC Sustainable and Responsible Investment Conference 2024	20 Jun
	Session 1: Asset Liability Management - It's Role in insurance & takaful, towards to Sustainable and Profitable Horizon	30 Jun
	Session 2: Managing Claims - An Adjuster's Perspective	
	Navigating Anti-Corruption Practices in Retail	11 Jul
	AEON Policy Meeting	24 Oct
AEON Top Seminar	25 Oct	

Dato' Merina Abu Tahir	Virtual Sustainability Reporting Forum - The Next Wave in Corporate Disclosure by Malaysian Institute of Accountants (MIA)	23 Jan
	Get to Know the New Global Internal Audit Standards by Institute of Internal Auditors	25 Jan
	ESG Matters @ ACCA: Double Materiality Assessment for Sustainability Reporting	31 Jan
	Educating Accountants for a Sustainable Future by International Federation of Accountants (IFAC)	7 Feb
	National Sustainability Reporting Framework (NSRF) by Securities Commission Malaysia	5 Mar
	Future-Proofing Malaysian Businesses: Navigating Cyber-Threats in the Age of AI by Institute of Corporate Directors Malaysia (ICDM)	11 Mar
	Climate Governance 101 - A Board's Guide to Effective Oversight (ICDM)	21 Mar
	State of Net Zero Investment in Asia Report by Asia Investor Group on Climate Change (AIGCC)	8 Apr
	Directors' Masterclass in Climate Governance 2024: Boardroom Dynamics in Climate Talks by Climate Governance Malaysia (CGM)	17 Apr
	ACCA 2024 Virtual Conference - Enabling Professionals to Create Sustainable Organisations	22 Apr
	Are You Measuring Your Sustainability Performance Right: Targets & Metrics? (ICDM)	30 Apr
	EY C-Suite Forum 2024	9 May
	Cyber Security Awareness by Cyber Intelligence	21 May
	ACCA Asia Pacific Dialogue 2024: Weaving the Fabric of Tomorrow's Success Together	28 – 29 May
	Kuala Lumpur International Sustainability Conference: Synergizing Climate Action: Fostering Collaboration Across Regulators, Corporations, and Academia by Asia School of Business (ASB)	7 Jun
	MIA Conference 2024: Navigating New Frontiers, Embracing Sustainability	11 & 12 Jun
	Carbon Markets: What Directors need to know (ASB)	12 Jun
	Building Green & Sustainable Practices for the Construction and Property Industry	25 Jun
	Malaysia Retailers Association (MRA) Retail Conference 2024 - "Retail Paradox"	3 Jul
	PNB Knowledge Forum	4 Jul
	Navigating Anti-Corruption Practices in Retail	11 Jul
	CGM Masterclass Series 2024 – Latest Developments in Climate: Aligned Executive Compensation	17 Jul
	Board's role in value creation by ASB	19 Aug
	CGM National Climate Governance Summit	10 - 12 Sep
	Building Sustainable Credibility Assurance, Greenwashing and The Rise of Green-Hushing by ICDM & Bursa Malaysia	24 Sep
	MIA e-Learning Series: Essentials of Sustainability & ESG	27 Sep

		Khazanah Megatrends Forum 2024	7 – 8 Oct
		Introduction to Simplified ESG Disclosure Guide (SEDG) for SMEs in Supply Chain by MIA	22 Oct
		AEON Policy Meeting	24 Oct
		AEON Top Seminar	25 Oct
		Culture in Communications by ACCA	13 Nov
		Audit Oversight Board Conversation with Audit Committees by Securities Commission	19 Nov
		Powering Net Zero Week 2024 by Institute of Engineering & Technology	3-6 Dec
		Technical Updates: Key Amendments to The Occupational Safety and Health (Amendment) Act 2022	10 Dec
		Empowering Businesses through Integrated Reporting: Incorporating IFRS S1 & S2 by MIA	11 Dec
	Encik Mohammad Abdul Naser MD Jaafar @ Yunus	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	23 - 24 Jan
		Navigating Anti-Corruption Practices in Retail	11 Jul
		AEON Suppliers Conference	19 Jul
		ICDM LIP Alumni Networking Session in conjunction with the National Climate Governance Conference 2024	11 Sep
		AEON Policy Meeting	24 Oct
		AEON Top Seminar	25 Oct
		ICDM "Boardroom Insights 2025: Navigating Governance, Risk and Strategic Foresight"	17 Dec
	Ms. Jenifer Thien Bit Leong	Navigating Recent Tax Changes in Malaysia	31 Jan
		2024 Annual Trends Report - The Next Step for Sustainable Business	27 Feb
		IIC Corporate Governance 2024 - Countdown to 2030: Investing Towards Sustainable Development in Malaysia	5 Mar
		Transparency Matters: A Director's Approach to Handling Conflicts of Interests	7 Mar
		Navigating Cyber Threats in the Age of AI and Thriving in a High Risk Landscape	11 Mar
		Decoding Hydrogen to support the Energy Transition	19 Mar
		Value Creation for Owners & Directors: Hazards and Necessities	2 Apr
		Being Sued as an INED - A Personal Journey	10 May
		Recent Developments in Climate Science	15 May
		Boards As Stewards of Sustainability	4 Jun
		How Can Businesses Build Sustainable Supply Chains	20 Jun
		Ethics in Organizations: What is your Top Leadership Doing in Keeping your Organization Ethical?	25 Jun
		Anti-Corruption and Good Governance in Asian Supply Chains	2 Jul
		Navigating Anti-Corruption Practices	11 Jul
		The Impact of Board Dynamics on Decision Making	30 Jul
		Catching the AI Wave	4 Sep
		How Can Boards Make The Most of Blockchain & Digital Assets	20 Sep
	Commodity Price Risk Management	7 Oct	

		Khazanah Megatrends Forum	7 – 8 Oct	
		AEON Policy Meeting	24 Oct	
		AEON Top Seminar	25 Oct	
		Directors' Masterclass - Guide for Corporate Boards in SEA on Climate Action	8 Nov	
		Strategic Data and Frameworks in Board Governance	2 Dec	
	Mr. Hiroaki Egawa		Sustainable for Future Business (ESG, GHG, Zero Carbon Footprint Minimization)	17 Jan
			AEON Executives Promotion of DE&I Management Gender Diversity	3 Jul
			Navigating Anti-Corruption Practices in Retail	11 Jul
			AEON Compliance Training for Executives	2 Sep
			AEON Policy Meeting	24 Oct
			AEON Top Seminar	25 Oct
			PWC Workshop The role of the CFO with shareholders and investors in mind	19 Dec
		Ms. Chong Swee Ying		Transparency Matters: A Director's Approach to Handling Conflicts of Interest
			Malaysia Retail Association conference 2024 - Retail Insights	3 - 4 Jul
			Navigating Anti-Corruption Practices in Retail	11 Jul
			Latest Development in Climate: Aligned Executive Compensation	17 Jul
			Mandatory Accreditation Programme Part II: Leading for Impact	25 - 26 Sep
			AEON Policy Meeting	24 Oct
			AEON Top Seminar	25 Oct
	Mr. Tsugutoshi Seko		ASEAN Executive Compliance Training	13 Jan
			Navigating Anti-Corruption Practices in Retail	11 Jul
			Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	18 - 19 Sep
			AEON Policy Meeting	24 Oct
			AEON Top Seminar	25 Oct
	<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>The Company utilises independent sources (e.g. directors' registry, advertisement or recruitment agency) to identify qualified candidates in addition to the recommendation from the Directors, Management or Shareholders of the Company for its assessment before recommending to the Board based on criteria set.</p> <p>The NRC is responsible for making recommendations to the Board on the most appropriate Board size and composition. This responsibility includes making recommendations on the desirable competencies, experience and attributes of the Board members and strategies to address Board diversity. The NRC develops certain criteria used in the recruitment process based on annual assessment of Directors. In evaluating the suitability of candidates, the NRC considers the following factors before recommending to the Board for appointment:</p> <ul style="list-style-type: none"><li>• skills, knowledge, expertise and experience;</li><li>• professionalism and integrity;</li><li>• commitment (including time commitment) and contribution;</li><li>• background, character and competence;</li><li>• fit and proper criteria;</li><li>• boardroom diversity including gender, age and ethnicity diversity; and</li><li>• in the case of candidates for the position of Independent Non-Executive Directors, the NRC also evaluate the candidates' ability to discharge such responsibilities/functions as expected from Independent Non-Executive Directors.</li></ul> <p>The NRC will arrange for the induction for any new appointment such as visits to the Company's significant businesses and meetings with Senior Management personnel, as appropriate, to enable the new appointee to have full understanding of the nature of the business, current issues within the Company and corporate strategies as well as the structure and management of the Company.</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>	:	The profiles of the Board, including their professional qualifications, work experiences and interest in the Company (if any) are set out on pages 104 to 111 of the Integrated Annual Report 2024 for shareholders' purview.  The Board has recommended the re-election of all Directors for shareholders' approval at the forthcoming 40 <sup>th</sup> Annual General Meeting.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

**Intended Outcome**

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

**Practice 5.8**

The Nominating Committee is chaired by an Independent Director or the Senior Independent Director.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	The NRC is chaired by Independent Non-Executive Director, Puan Zaida Khalida Shaari.  The Terms of Reference of the NRC is available on the Company's website at <a href="http://www.aeongroupmalaysia.com">www.aeongroupmalaysia.com</a>	
<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>	:	<p>The Board recognises the benefit for having gender diversity and values the different perspectives from women Director during discussions or meetings and acknowledges that appointment of Director should be based on merit and with due regard to the candidate’s background, experience, and competency so that an appointment would add value to the Board and the Company.</p> <p>There is currently four women Directors sitting in the Board, representing 40% of total Board composition.</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 5.10**

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>	:	The Company has a Diversity Policy which sets out to promote diversity and manage diversity, including gender, on the Board of Directors, Management and workforce of AEON and is currently published on the AEON's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</a> .	
<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 has adopted a formal and objective annual evaluation of the Board as a whole, Board Committees, succession plan, Board diversity, Directors' performance, training courses for Directors and other qualities of the Board, including core competencies which Directors should bring to the Board. The assessment considered the contribution and performance of the Directors in relation to their competencies, time commitment, and experience in meeting the needs of the Company.</p> <p>The evaluation process for financial year 2024 was conducted by engaging an independent consultant to perform the Company's Board Effectiveness Evaluation ("BEE"). The results of the assessment and comments by Directors are summarised and discussed at the NRC meeting and reported to the Board at the Board Meeting by the Chairman of the NRC. All assessments and evaluations carried out by the NRC in the discharge of its functions are properly documented.</p> <p>Based on the assessment, the NRC was satisfied that the Board size and its composition are optimum as the Board comprises individuals with the required mix of skills, knowledge, experience, characteristics and competencies that enable the Board to effectively discharge its roles. The Directors and Board Committees had also discharged their responsibilities in a commendable manner and contributed to the overall effectiveness of the Board and Company. The Directors had also committed the time necessary to responsibly fulfil their commitment to the Company during the year under review.</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>	:	The NRC has established sets of policy, framework and reviewed the remuneration of Directors and/or Senior Management which is linked to strategy and/or performance or long-term objectives of the Company to ensure that the Company is able to attract and retain capable Directors and/or Senior Management.  The Remuneration Policy is published on the Company's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</a> .
<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 Board has established the NRC to implement its policies and procedures on remuneration of Directors and/or Senior Management. The NRC comprises of a majority Independent Non-Executive Directors and is chaired by Puan Zaida Khalida Shaari.</p> <p>The NRC reviews and recommends the remuneration of the MD and Executive Director of the Company for the Board's approval pursuant to the Terms of Reference of the NRC. The Directors' fees and benefits payable to Non-Executive Directors have also been reviewed and recommended by the NRC to the Board to seek shareholders' approval at the Company's forthcoming AGM pursuant to the Articles of Association of the Company. No Director is involved in deciding his own remuneration.</p> <p>The Terms of Reference of the NRC can be viewed on the Company's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</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 Board ensures that information relating to Directors' remuneration is made transparent to all shareholders. The details of Directors' remuneration on named basis are disclosed as follows:

No	Name	Directorate	Company							Group						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Datuk Iskandar Sarudin	Independent Director	200,000	7,000	-	-	11,100	60,180	278,280	-	-	-	-	-	-	-
2	Mr. Naoya Okada	Executive Director	-	-	332,341	167,864	70,117	180	570,502	-	-	-	-	-	-	-
3	Mr. Tsugutoshi Seko	Executive Director	-	-	313,451	83,300	66,842	180	463,773	-	-	-	-	-	-	-
4	Puan Zaida Khalida Shaari	Independent Director	150,000	16,000	-	-	-	180	166,180	-	-	-	-	-	-	-
5	Encik Hisham Zainal Mokhtar	Independent Director	150,000	15,000	-	-	-	180	165,180	-	-	-	-	-	-	-
6	Dato' Merina Abu Tahir	Independent Director	140,000	15,000	-	-	-	180	155,180	-	-	-	-	-	-	-
7	Encik Mohamad Abdul Naser Md Jaafar @ Yunus	Independent Director	140,000	16,000	-	-	-	180	156,180	-	-	-	-	-	-	-
8	Ms. Jenifer Thien Bit Leong	Independent Director	140,000	16,000	-	-	-	180	156,180	-	-	-	-	-	-	-
9	Ms. Chong Swee Ying	Non-Executive Non-Independent Director	150,000	16,000	-	-	-	180	166,180	-	-	-	-	-	-	-
10	Mr. Hiroaki Egawa	Non-Executive Non-Independent Director	-	-	-	-	-	-	-	-	-	-	-	-	-	-
11	Mr. Keiji Ono (resigned on 29 February 2024)	Executive Director	-	-	69,487	34,031	16,860	-	120,378	-	-	-	-	-	-	-

### Intended Outcome

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

### Practice 8.2

The board discloses on a named basis the top five senior management's remuneration component including salary, bonus, benefits in-kind and other emoluments in bands of RM50,000.

<b>Application</b>	:	Departure
<b>Explanation on application of the practice</b>	:	
<b>Explanation for departure</b>	:	<p>The Board is of the view that disclosure of top five Senior Management's remuneration on named basis would not be in the Company's best interest due to confidentiality concerns. Nevertheless, the detailed remuneration of top two Senior Management who are the MD and Executive Director are disclosed in this CG Report under Practice 8.1.</p> <p>The Board will closely monitor developments in the market and review the appropriateness of such disclosure in future.</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>	:	<p>The Board wishes to give assurance that the remuneration of Senior Management commensurate with their individual performance, taking into consideration of Company's performance. The remuneration packages of Senior Management are based on experience, expertise, and skills. The Board opines that the current remuneration package is competitive to attract, retain and motivate its Senior Management to lead and operate the Company successfully.</p> <p>The Board will continuously review this practice and the appropriateness of such disclosures.</p>
<b>Timeframe</b>	:	

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

**Intended Outcome**

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

**Practice 8.3 - Step Up**

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

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

No	Name	Position	Company ('000)					
			Salary	Allowance	Bonus	Benefits	Other emoluments	Total
1	Input info here	Input info here						
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 Chairman of the AC and the Chairman of the Board is not assumed by the same person. The Chairman of the Board is Datuk Iskandar Sarudin whilst the Chairman of AC is Encik Hisham Zainal Mokhtar, a Senior Independent Non-Executive Director. His profile is set out on page 108 of the Integrated Annual Report 2024.</p> <p>The composition of the AC, including its roles and responsibilities, number of meetings and attendance of AC and summary of AC's activities during the financial year under review are set out on pages 132 to 136 of the Integrated Annual Report 2024.</p> <p>The Terms of Reference of the AC can be viewed on the Company's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</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>	:	None of the members of the AC are former key audit partners and employees of External Auditors of the Company for the three (3) years preceding to their appointment to the AC. The requirement for a former key audit partner to observe a cooling-off period of at least three (3) years before being appointed as a member of the AC is clearly stated in the AC's Terms of Reference. This is to ensure that the objectivity, independence and effectiveness of the External Auditors are not influenced by the AC.	
<b>Explanation for departure</b>	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
<b>Measure</b>	:		
<b>Timeframe</b>	:		

### Intended Outcome

There is an effective and independent Audit Committee.

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

### Practice 9.3

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

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The AC is entrusted to provide advice and assistance to the Board in fulfilling its statutory and fiduciary responsibilities relating to the Company's external audit functions and matter that may significantly impact the financial condition or affairs of the business. The AC is also responsible in ensuring that the financial statement of the Company complies with the applicable financial reporting standards in Malaysia.</p> <p>In the financial year under review, the AC held two meetings with the external auditor on 20 February 2024 and 20 November 2024 without the presence of Management, to allow the External Auditors to discuss issues arising from the audit exercise or any other matters, which the external auditors wished to raise.</p> <p>Guided by Terms of Reference, the AC carries out its duties to assess the suitability, objectivity, independence and performance of the appointed external auditor. An evaluation of the effectiveness of the external auditor is carried out by AC annually. This includes reviewing the audit plan, scope and nature of audit, discussing the contracts the Company enters into with the external auditor for the provision of non-audit services and reviewing the external auditor's evaluation of the system of internal controls.</p> <p>In respect of financial year 2024, the said evaluation was conducted through online questionnaires that were completed by AC and ALC members who had active interactions with the external auditor during the financial year, and a self-assessment by the external auditor.</p> <p>The AC recommends to the Board the appointment or re-appointment of an external auditor after considering, among others, the following criteria:</p> <ul style="list-style-type: none"><li>• quality and thoroughness of the audit approach and methodology;</li><li>• independence of the external auditor particularly the audit engagement partner;</li><li>• adequacy of the experience and resources of the external auditor;</li><li>• external auditor's audit engagements;</li><li>• size and complexity of the audit; and</li></ul>

	<ul style="list-style-type: none"> <li>• number and experience of supervisory and professional staff assigned to the audit</li> </ul> <p>Based on the assessment, the Board is satisfied with the suitability of the external auditor from the aspects of competence, audit quality and resources, the appropriateness of audit fees to support a quality audit, and that the provision of non-audit services by the external auditor does not impair their objectivity and independence as auditors of our Company.</p>	
<b>Explanation for departure</b> :		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b> :		
<b>Timeframe</b> :		

**Intended Outcome**

There is an effective and independent Audit Committee.

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

**Practice 9.4 - Step Up**

The Audit Committee should comprise solely of Independent Directors.

<b>Application</b>	:	Adopted
<b>Explanation on adoption of the practice</b>	:	The AC comprises four members, all of whom are Independent Non-Executive Directors. This enables the AC to exercise its independent judgement objectively in the best interest of the Company.

### Intended Outcome

There is an effective and independent Audit Committee.

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

### Practice 9.5

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

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

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The AC assists the Board to review the integrity of the Company's financial information for publication, including quarterly and annual audited financial statements, to ensure compliance with new updates of relevant financial reporting standards, Listing Requirements and other legal and regulatory requirements. Additionally, the AC reviews the adequacy and effectiveness of the internal control procedures to safeguard the shareholder's investments and assets of the Company.</p> <p>All the AC members are financially literate and well aware with the matters under AC's purview including the financial reporting process. This enables them to discharge their roles and responsibilities effectively. The composition of AC is set out under the AC Report in page 132 of the Integrated Annual Report 2024 while the members' profiles are disclosed under the Board of Directors' Profiles in pages 104 to 111 of the Integrated Annual Report 2024.</p> <p>The Board, through the NRC, reviews the terms of office and performance of the AC and each of its members annually to determine whether the AC and the members have carried out their duties in accordance with the Terms of Reference.</p> <p>During the financial year under review, the members of AC keeps themselves abreast of relevant developments in the accounting standards and corporate governance practices. The details of the continuous professional development undertaken by each member of AC are presented under Practice 5.5 of this CG Report.</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

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 acknowledges its responsibilities over the Company's system of internal control and risk management, covering all its financial and operating activities, to safeguard shareholders' investment and the Company's assets.</p> <p>The Board has established an ongoing process for identifying, evaluating and managing significant risks which may affect the Company's business objectives. The Board, through the SRMC, regularly reviews this process to ensure the internal control and risk management frameworks are adequate and effective.</p> <p>The Risk Management Committee (RMC), chaired by Deputy Managing Director, meets quarterly to review the risks identified and discuss on mitigation actions in place and are reported to SRMC.</p> <p>The Company maintain an internal control framework to protect, detect and monitor any significant control gaps. In addition, the Board has an effective oversight of the audit findings and recommendations highlighted by both the internal audit department and the external auditors through AC and is responsible for determining our Company's risk appetite and risk tolerance for management.</p> <p>For more details on key initiatives that were undertaken in FY2024, please refer to the Statement of Risk Management and Internal Control (SORMIC) on pages 137 to 145 in the Integrated Annual Report 2024.</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

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

## Practice 10.2

The board should disclose the features of its risk management and internal control framework, and the adequacy and effectiveness of this framework.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Board is responsible for managing the key business risks of the Company and implementing appropriate internal control system to manage those risks. The Board also reviews the adequacy and effectiveness of risk management framework and systems of internal control.</p> <p>The Board approved the SORMIC which includes disclosures on:</p> <ul style="list-style-type: none"> <li>(a) Responsibility and accountability for the implementation of risk management process</li> <li>(b) Risk governance structure and risk management policy to ensure efficiency and effectiveness of the Company's risk management and internal control function</li> <li>(c) Main feature of risk management and internal control initiatives which have been in place throughout the year</li> <li>(d) Assurance that the risk management and internal control system of the Company is operating adequately and effectively for the financial year and up to the issuance of the financial statement.</li> </ul> <p>Features of the risk management framework and internal control processes are disclosed in the Statement on Risk Management and Internal Control on pages 137 to 145 of the Integrated Annual Report 2024.</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

Companies make informed decisions about the level of risk they want to take and implement necessary controls to pursue their objectives.

The board is provided with reasonable assurance that adverse impact arising from a foreseeable future event or situation on the company's objectives is mitigated and managed.

### Practice 10.3 - Step Up

The board establishes a Risk Management Committee, which comprises a majority of independent directors, to oversee the company's risk management framework and policies.

<b>Application</b>	:	Adopted
<b>Explanation on adoption of the practice</b>	:	<p>Comprising a majority of Independent Directors, the Sustainability and Risk Management Committee (SRMC) is responsible in overseeing the risk management framework and sustainability policy and strategies of the Company.</p> <p>The SRMC is chaired by Ms Chong Swee Ying from 1 January 2024 to 23 May 2024 and Ms Jenifer Thien Bit Leong from 24 May 2024 and supported by the Sustainability Steering Committee (SSC), whose role is to oversee the implementation of sustainability strategy and performance.</p> <p>Details of the SRMC and its members are set out in page 129 of the Integrated Annual Report 2024.</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 carried out by an in-house Internal Audit (IA) Department led by a Head of IA. The Head of IA reports functionally to the AC. Empowered by its Terms of Reference, the AC reviews and approves the IA plan, determines the adequacy of the scope, functions, competency and resources of the IA Department and ensures that it has the necessary authority to carry out its work professionally, effectively and independently. The AC also considers major findings of IA and monitors the actions taken by Management in response to the findings to ensure all key risks and control weaknesses are properly and timely addressed.</p> <p>The IA Department is guided by the Internal Audit Charter which defines the purpose, authority, responsibilities, reporting of the IA function, independence, objectivity, professionalism and ethical principles of the function.</p> <p>The IA Department has access to all relevant records, personnel and properties within the Company to carry out its duties. The IA Department independently reviews the risk identification procedures and control processes implemented by the Management, conducts audits that encompass review of critical areas being identified, and reports to AC on quarterly basis. The IA Department also carries out internal control reviews on key activities of the Company's business on the basis of any annual IA plan approved by the AC. The IA function adopts a risk-based approach and prepares its audit strategy and plan based on the risk profiles of the major business units of the Company.</p> <p>The AC, assisted by the IA Department, provides the Board with assurance on the adequacy and effectiveness of the Company's risk governance and internal controls systems. During the financial year under review, AC had private meetings with the Head of IA on 20 February 2024 and 20 November 2024 for discussion on audit related matters and activities of the IA Department without the presence of Management.</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

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 Audit Department (IAD) is independent from the Company's business operations and activities. The principles to having an effective IA function has been outlined in the Internal Audit Charter and Internal Audit Manual. The Internal Audit Charter sets out the purpose, authority, responsibilities, reporting of the IA function and maintaining independence and objectivity status. The Internal Audit Manual outlines risk-based auditing approach in accordance with the International Standards for the Professional Practice of Internal Auditing (ISPPIA). In order to maintain its independence and objectivity, the IA Department has no operational responsibility and authority over the activities it audits.</p> <p>As at 31 December 2024, IAD comprises nine auditors with mix level of expertise. The internal auditors also attended various external training programmes, aimed at maintaining and enhancing the desired competency levels.</p> <p>Audit activities are carried out by the IAD, led by the Head of Internal Audit, Ms. Nur Suriya Selasiya Mohamad Omar. She holds a Bachelor of Mathematics and Management with Honors, is a Certified Internal Auditor, and is a Professional Member of the Institute of Internal Auditors Malaysia (IIAM).</p> <p>The annual internal audit plan, established on a risk-based approach, is reviewed and approved by the AC annually. The IAD's performance and conduct is guided by The International Standards for the Professional Practice of Internal Auditing and the International Professional Practices Framework (IPPF), is the conceptual framework that organises authoritative guidance promulgated by the institute of Internal Auditors (IIA). The IAD is also guided by the Malaysian Code on Corporate Governance 2021.</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 an effective communication with stakeholders. The corporate disclosures policies and procedures through the organisation's functions enable comprehensive, accurate and timely information relating to the Company to be disclosed to the shareholders and other stakeholders.</p> <p>The Board also established a dedicated section for corporate information on Company's website (<a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</a>) where information on the Company's announcements, financial information, share prices and the Company's annual report can be found. The contact details of designated persons to address queries are also published on this website.</p> <p>During the Annual General Meeting (AGM), the Company will present on its performance and major activities during the financial year under review and shareholders are given opportunities to enquire and comment on the Company's performance and operations. Same or similar information are also shared via media releases or press conferences held throughout the year.</p> <p>The Company's financial performance, major corporate developments and other relevant information are promptly disseminated to shareholders and investors via announcements of its quarterly results, annual report, corporate announcements to Bursa Securities, media releases and press conferences. Further update of the Company's activities and operations are also disseminated to shareholders and investors through dialogue with analysts and fund managers, investor relations roadshows and the media.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

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

### Intended Outcome

There is continuous communication between the company and stakeholders to facilitate mutual understanding of each other's objectives and expectations.

Stakeholders are able to make informed decisions with respect to the business of the company, its policies on governance, the environment and social responsibility.

### Practice 12.2

Large companies are encouraged to adopt integrated reporting based on a globally recognised framework.

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	<p>The Company adopted the integrated reporting approach for the financial year ended 31 December 2024 to improve the quality of information disclosures to stakeholders and promote greater transparency regarding our business and how we create value over the short and longer term.</p> <ul style="list-style-type: none"><li>(i) The Integrated Annual Report 2024 was prepared in line with the International Integrated Reporting Framework issued by the International Integrated Reporting Council ("IIRC"). The Integrated Annual Report 2024 focuses on the disclosure of financial/ quantitative and non-financial/ qualitative information, and incorporation of integrated reporting content principles and content elements for a holistic and strategic approach to corporate reporting to better meet the needs of various stakeholders.</li><li>(ii) Application of integrated reporting principles in the Integrated Annual Report 2024 include our Value Creation Model section detailing key areas of business focus amid the prevailing market landscape. We identify capitals that serve as inputs in our business processes, our business opportunities and risks, our Value Creation Model, which centred around our Strategic Priorities under Retail, Property Management Services and Sustainability as well as outputs thereof impacting our business and stakeholders. We explain how the Company proactively engages its stakeholders to address their concerns (Stakeholder Engagement) and disclose our refreshed Material Matters.</li><li>(iii) Connectivity of information focusing on the interrelatedness and dependencies of disclosures throughout the Integrated Annual Report 2024, as evidenced by the 360° referencing applied throughout.</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**

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 the 39<sup>th</sup> AGM was circulated at least twenty eight (28) days before the date of the meeting to enable shareholders to go through the Annual Report and papers supporting the resolutions proposed.</p> <p>In respect of the 40<sup>th</sup> AGM to be held on 22 May 2025, the Notice of the 40<sup>th</sup> AGM is issued on 23 April 2025, giving 28 clear days' prior notice. Shareholders are provided with link to download the Integrated Annual Report 2024, Circular to Shareholders, Corporate Governance Report, Notice of AGM, Proxy Form and Administrative Details. The said documents are published on the Company's website and the Notice of AGM is advertised in one local language newspaper. The Integrated Annual Report 2024 and/or Circular to Shareholders will be sent to shareholders upon request.</p>
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

**Intended Outcome**

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

**Practice 13.2**

All directors attend General Meetings. The Chair of the Audit, Nominating, Risk Management and other committees provide meaningful response to questions addressed to them.

<b>Application</b>	:	Applied	
<b>Explanation on application of the practice</b>	:	<p>All Directors and the Chair of all the respective Board Committees were present at the 39<sup>th</sup> AGM held on 23 May 2024 which was conducted virtually from the broadcast venue through live streaming. The Chairman, Managing Director, Deputy Managing Director and the Chief Financial Officer addressed all the questions submitted by the Minority Shareholder Watchdog Group (“MSWG”) and also questions from shareholders and proxies in relation to the Company’s performance, operational, financial as well as governance matters.</p> <p>All Directors will endeavour to attend the upcoming 40<sup>th</sup> AGM which will be held on 22 May 2025 so that the shareholders are given opportunities to enquire the Directors in person on the Company’s performance and operations.</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 13.3

Listed companies should leverage technology to facilitate–

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

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

<b>Application</b>	:	Applied
<b>Explanation on application of the practice</b>	:	At the 39 <sup>th</sup> AGM held on 23 May 2024, the Company conducted a virtual AGM at the broadcast venue through live streaming. Shareholders who participated in the AGM had also voted via remote voting using the remote participation and voting facilities. Once the vote casting process had been completed, the scrutineer verified the results and passed the results to the Chairman of the meeting for announcement to the shareholders. All the resolutions set out in the Notice of the AGM were put to vote by poll and were duly passed. The outcome of the AGM was announced to Bursa Securities on the same day as the AGM.
<b>Explanation for departure</b>	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
<b>Measure</b>	:	
<b>Timeframe</b>	:	

### Intended Outcome

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

### Practice 13.4

The Chairman of the board should ensure that general meetings support meaningful engagement between the board, senior management and shareholders. The engagement should be interactive and include robust discussion on among others the company's financial and non-financial performance as well as the company's long-term strategies. Shareholders should also be provided with sufficient opportunity to pose questions during the general meeting and all the questions should receive a meaningful response.

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.</i>	
<b>Application</b>	: Applied
<b>Explanation on application of the practice</b>	: At the 39 <sup>th</sup> AGM, the Chairman presented the overall outlook of the Company while the Managing Director provided shareholders with a brief review on the Company's operating environment, financial highlights, business performance, ecosystem, key strategies and key priorities of the Company. Shareholders are then provided with the opportunity to pose questions including but not limited to the financial performance, operational performance and strategies of the Company during the 39 <sup>th</sup> AGM.  The Chairman together with the MD, Deputy MD and Chief Financial Officer had provided meaningful response to the questions posed by the shareholders during the 39 <sup>th</sup> AGM. The questions raised by the shareholders and the responses were minuted and the minutes of the 39 <sup>th</sup> AGM is available online on the Company's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</a> .
<b>Explanation for departure</b>	:  
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
<b>Measure</b>	:  
<b>Timeframe</b>	:  

### Intended Outcome

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

### Practice 13.5

The board must ensure that the conduct of a virtual general meeting (fully virtual or hybrid) support meaningful engagement between the board, senior management and shareholders. This includes having in place the required infrastructure and tools to support among others, a smooth broadcast of the general meeting and interactive participation by shareholders. Questions posed by shareholders should be made visible to all meeting participants during the meeting itself.

<i>Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.</i>	
<b>Application</b> :	Applied
<b>Explanation on application of the practice</b> :	Shareholders were allowed to submit questions to the Board of Directors prior to the 39 <sup>th</sup> AGM via Boardroom Share Registrars Sdn Bhd's (Boardroom) Remote Participation and Electronic Voting (RPEV) platform or to use the query box to transmit questions to Board of Directors via RPEV platform during live streaming of the 39 <sup>th</sup> AGM. Questions by shareholders and proxies were answered by the Chairman, MD, Deputy MD and Chief Financial Officer during the 39 <sup>th</sup> AGM.  The Company engaged Boardroom's RPEV platform to conduct the 39 <sup>th</sup> AGM as it is a well-tested and secured application and Boardroom has sufficient hardware and infrastructure in place.
<b>Explanation for departure</b> :	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>	
<b>Measure</b> :	
<b>Timeframe</b> :	

**Intended Outcome**

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

**Practice 13.6**

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

<i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i>	
<b>Application</b>	: Applied
<b>Explanation on application of the practice</b>	: The minutes of the 39 <sup>th</sup> AGM is available online on the Company's website at <a href="https://aeongroupmalaysia.com">https://aeongroupmalaysia.com</a> no later than 30 business days after the completion of the 39 <sup>th</sup> AGM.
<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>	:  

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

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

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