

CORPORATE GOVERNANCE REPORT

STOCK CODE : 0347
COMPANY NAME : Wawasan Dengkil Holdings Berhad
FINANCIAL YEAR : June 30, 2025

OUTLINE:

SECTION A – DISCLOSURE ON MALAYSIAN CODE ON CORPORATE GOVERNANCE

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

SECTION B – DISCLOSURES ON CORPORATE GOVERNANCE PRACTICES 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.

Application	:	Applied
Explanation on application of the practice	:	The Board of Directors ("the Board") of Wawasan Dengkil Holdings Berhad ("WD" or "the Company") assumes full responsibility for the overall performance of the Company and its subsidiaries ("the Group") by setting strategic directions and objectives, formulating policies, and overseeing the execution of key strategic initiatives aimed at creating long-term shareholder value, whilst safeguarding the interests of other stakeholders. To this end, the Board has established the Group's vision, mission and core values by taking into consideration the interests of shareholders and other stakeholders, as follows: - <u>VISION</u> "Building Better Tomorrow" To be a recognised leader in innovative and sustainable earthwork and civil engineering, shaping a future where our projects stand as benchmarks for excellence and environmental stewardship. <u>MISSION</u> "Exceeding Expectation, Setting New Standards" We are dedicated to delivering outstanding earthwork and civil engineering services, utilising expertise, technology and a committed workforce to surpass client expectations. Our goal is to enhance infrastructure, fostering economic growth and environmental sustainability. <u>CORE VALUES</u> Determination We are determined to achieve excellence in every project, overcoming challenges with resilience and ensuring client satisfaction.

	Empower	To inspire individuals to engage in continuous learning and skill development, empowering them with valuable soft skills and green skills knowledge. Enhance both their personal and professional lives, while encouraging active investment in self-improvement and growth
	Nurture	We nurture talent and relationships, cultivating a supportive culture that helps our team grow and builds lasting partnerships.
	Grateful	Gratitude is fundamental. We appreciate the trust of our clients, the hard work of our team and the opportunities to contribute to Malaysia's infrastructure.
	Knowledgeable	We value continuous learning, staying knowledgeable to provide top-notch solutions and staying ahead in our industry.
	Innovation	Innovation is part of our DNA. We encourage new ideas, driving the development of cutting-edge solutions for our projects.
	Leadership	We cultivate an environment where every team member is encouraged to lead, innovate and grow. By setting industry standards and embracing market trends, we drive innovation and inspire positive change.
Guided by the Board Charter, the Board holds ultimate accountability and responsibility for the stewardship of the Company, including but not limited to: (a) adopting and reviewing a strategic plan, taking into account the sustainability and long-term value creation of the business and strategic, with attention given to the economic, environmental and social ("ESG") considerations underpinning sustainability and governance aspects of the business; (b) setting and taking responsibility of the Group's sustainability policy to oversee and meet the Group's sustainability goals to maintain the confidence of stakeholders; (c) reviewing, challenging and deciding on the Management's proposals on matters for the Group including corporate strategy business plan and budget, and monitor the implementation by the Management;		

	(d) supervising and overseeing the conduct of the business, including assessing and monitoring the performance of the Management to determine whether the business is properly managed; (e) identifying and assessing the principal business risks faced by the Group and ensuring the implementation of appropriate internal controls and mitigating measures to manage such risks; (f) setting the risk appetite which the Board expects the Management to operate and ensure that there is an appropriate annual review and periodic testing of the Group's internal control and risk management framework; (g) adopting a succession planning policy of the Board and the senior management and regularly reviewing the succession plan of the Group, including appointing, training, compensating and where appropriate, to provide for the orderly succession of senior management; (h) establishing a corporate disclosure policy and overseeing the implementation of the shareholders communication policy and an investor relations programme for the Group; (i) setting corporate values and promoting good governance culture within the Group which reinforces the accountability, transparency, integrity, and professional behaviour, ensuring that its obligations to shareholders and other stakeholders are met; (j) ensuring that governance in the Group is implemented holistically through a group governance framework and overseeing the Group's adherence to the Group's policies as well as formalising ethical standards of conduct; and (k) ensuring the integrity of the Group's financial and non-financial reporting. Details of the full roles and responsibilities of the Board are specified in the Company's Board Charter which is available on the Company's website at www.wawasandengkil.com/investor-relations/corporate-governance. To ensure an effective discharge of responsibilities, the Board has delegated specific responsibilities and authorities to three (3) Board Committees, namely Audit and Risk Management Committee ("ARMC"), Nomination Committee ("NC") and Remuneration Committee ("RC"). While the Board is guided by its Board Charter, each Board Committee operates within its designated functions and duties as specified in their respective Terms of Reference ("TOR"). The TOR for each Board Committee are available on the Company's website at www.wawasandengkil.com/investor-relations/corporate-governance.
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Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 1.2

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

Application	:	Applied
Explanation on application of the practice	:	The Board is led by Mr. Thien Chiet Chai, an Independent Non-Executive Chairman. As the Board Chairman, he is accountable for providing leadership to the Board, instilling good corporate governance practices, and promoting the Board's overall effectiveness. As outlined in the Board Charter, the Board Chairman is primarily responsible for: (a) providing leadership to the Board and overseeing its effective discharge of duties and responsibilities; (b) chairing the Board meetings, facilitating meaningful contributions from all Directors during the Board meetings, ensuring that no member dominates the discussions, and encouraging open discussion and diverse opinions among members as well as ensuring all relevant issues are on the agenda, timely and relevant information tailored to each Director's needs are provided to Directors, and proper briefing on matter discussed during the meetings; (c) setting the agenda for Board meetings in consultation with the Executive Directors and company secretary; (d) ensuring adequate time is allocated for deliberation of key matters, and that decisions are made based on a sound judgement and well-informed considerations; (e) promoting constructive and respectful relationships among Directors, and between the Board and Management; (f) providing guidance and mentorship to Executive Directors while maintaining regular dialogue with Executive Directors and management to stay informed on all major issues and matters affecting the Group; (g) engaging in appropriate public relations activities in conjunction with the Executive Directors to facilitate effective communication with stakeholders and to relay their views to the Board; and

	(h) leading the Board in the adoption and implementation of good corporate governance practices in the Company. The roles and responsibilities of the Board Chairman are fully disclosed in the Board Charter and it is accessible on the Company's website at www.wawasandengkil.com/investor-relations/corporate-governance.	
Explanation for departure	:	
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Intended Outcome

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

Practice 1.3

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

Application	:	Applied	
Explanation on application of the practice	:	The positions of the Board Chairman and Executive Directors in our Company are held by different individuals, ensuring a balance of power and authority to promote the Board's impartial oversight over management and accountability. Mr. Thien Chiet Chai, our Independent Non-Executive Chairman, assumes the role of stewardship of the Board and is responsible for promoting sound corporate governance practices amongst its Board members, providing leadership and overseeing the effectiveness of the Board as a whole. In WD, the executive leadership is co-directed by two (2) Executive Directors, Mr. Lim Soon Yik and Mr. Lim Kok Seng. Mr. Lim Soon Yik is primarily responsible for the formulation and implementation of the Group's overall business strategy and corporate development, including oversight of corporate policies and management practices. Whereas, Mr. Lim Kok Seng focuses on the oversight of the Group's day-to-day business operations. The distinct lines of roles and responsibilities between the Board Chairman and Executive Directors are defined in the Board Charter to ensure a balanced approach to decision-making. The Board Charter is available on the Company's website at www.wawasandengkil.com/investor-relations/corporate-governance.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 1.4

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

<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>		
Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The Board Chairman, Mr. Thien Chiet Chai, does not serve as a member of any Board Committees in WD, ensuring an effective discharge of Board Committees' functions and responsibilities. However, the Board Chairman was invited to attend the Board Committees' meetings to offer recommendations or insights on matters raised in the meetings. The Board Chairman's attendance at the Board Committees' meetings does not compromise the Board's objectivity, as he refrained from involvement in decision-making on resolutions, proposal and matters presented for approval during the Board Committees' meetings.
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 1.5

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

Application	:	Applied
Explanation on application of the practice	:	Throughout the financial year ended 30 June 2025 ("FYE 2025"), the Board was supported by two (2) suitably qualified and competent Company Secretaries, namely Ms. Teo Soon Mei and Puan Nazirah Binti Nazri, both of who are Fellow and Associate members of the Malaysian Institute of Chartered Secretaries and Administrators ("MAICSA") and are qualified to act as the company secretaries under Section 235(2)(a) of the Companies Act 2016. The Company Secretaries play a crucial advisory role to the Board by providing advice on the Company's corporate administrative matters, corporate governance practices and meeting procedures. Their primary responsibility is to ensure that the Group adheres to all applicable legal requirements and maintains the highest standards of corporate governance. During the FYE 2025, the Company Secretaries properly and reasonably discharged their roles and duties through the following key activities: (a) Maintaining the Group's statutory records, registers and documents in a proper and appropriate manner to assist the Board in effectively discharging its fiduciary responsibilities in alignment with corporate governance best practices; (b) Coordinating all Board and Board Committees' meetings in a timely manner, ensuring accurate recording of meeting minutes and facilitating effective Board communication; (c) Advising the Board and Board Committees on their roles and responsibilities, corporate disclosures, as well as procedural and regulatory requirements, to ensure the discharge of their fiduciary duties and responsibilities effectively; (d) Keeping the Board informed of new and/or changes in statutory and regulatory requirements; (e) Ensuring all appointments of Directors are properly made and comply with the relevant regulatory requirements; and

	(f) Keeping the Board updated on the latest developments in corporate governance and assisting the Board in the application of best practices to meet its needs and stakeholders' expectations. To ensure the effective performance of their duties, the Company Secretaries have been and will continue to keep themselves updated with the latest regulatory and corporate governance developments through continuous training and industry updates. During FYE 2025, the Company Secretaries have participated in numerous professional development programmes and training sessions organised by professional body for company secretaries such as MAICSA.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 1.6

Directors receive meeting materials, which are complete and accurate within a reasonable period prior to the meeting. Upon conclusion of the meeting, the minutes are circulated in a timely manner.

Application	:	Applied
Explanation on application of the practice	:	All Board and Board Committees' meetings of WD are scheduled in advance, ensuring all Directors have ample time to reserve their dates and make necessary arrangements to secure their availability for meetings' attendance. The annual meeting calendar, which includes the schedule for Board and Board Committees' meetings as well as Annual General Meeting ("AGM"), is prepared and circulated to Directors prior to the beginning of calendar year. To facilitate an efficient and timely flow of information, the notices, agendas, minutes of previous meeting and meeting papers containing the relevant reports for each meeting are circulated to the Directors five (5) business days prior to the scheduled meeting. This provides Directors with adequate time for thorough review and thoughtful consideration of agenda items, and when necessary, to obtain additional information from the management to facilitate their decision-making process. In addition, all Board and Board Committees' meetings are conducted separately to promote greater integrity, objectivity and independence in deliberations. The chairperson of the respective Board Committees reports to the Board on the proceedings of their meetings held before the Board meeting, together with the recommendations and/or conclusion arising therefrom. All Directors have full and unrestricted access to information related to the Group's business and affairs, as well as to the advice and services of the Company Secretaries, Internal Auditor and External Auditor. This access is provided to them either as a full Board or in their individual capacity, at the Company's expense, to support the decision-making process. Additionally, the Board may at its discretion, invite Senior Management or external parties to Board meetings as needed to facilitate decisions and ensure the effective discharge of responsibilities. The Company Secretaries record all discussions, deliberations, decisions and conclusions made during the Board and Board Committees' meetings. These records are then reviewed by the Board or Board Committees for completeness and accuracy in a timely manner, and are confirmed at the next meeting. Once confirmed and signed, these

	minutes and resolutions constitute the official record of the meeting proceedings and are kept securely at the Company's registered address.	
Explanation for departure		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure		
Timeframe		

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.

Application	:	Applied
Explanation on application of the practice	:	The Board has established a comprehensive Board Charter that serves as a formal guidance for Directors to effectively discharge their duties and responsibilities. The Board Charter outlines the roles, responsibilities, and operating procedures of the Board, ensuring clarity in authority of the Board, Board Committees and individual Directors. The Board Charter encompasses the following core areas: (a) Roles and principal responsibilities of the Board; (b) Board composition and structure; (c) Roles and responsibilities of the Board Chairman, Managing Director, Executive Directors, Non-Executive Directors, Independent Directors and Company Secretaries; (d) Board Committees; (e) Board diversity; (f) Board procedures; (g) Directors' training and continuing education; (h) Appointment, vacation of office and removal of Directors; (i) Conflict of interest and related party transactions; (j) Directors' remuneration; (k) Board and Directors' assessment; (l) Representation, communication channel and investor relations; (m) Code of Conduct and Ethics; and (n) Whistle-blowing. The Board Charter was adopted on 18 June 2024. The Board will review the Board Charter regularly and updated as required to ensure that it is up to-date in accordance with the latest applicable legal requirements, as well as to reaffirm its relevance in terms of objectives and responsibilities. The Board Charter is available on the Company's website at www.wawasandengkil.com/investor-relations/corporate-governance.

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

Intended Outcome

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

Practice 3.1

The board establishes a Code of Conduct and Ethics for the company, and together with management implements its policies and procedures, which include managing conflicts of interest, preventing the abuse of power, corruption, insider trading and money laundering.

The Code of Conduct and Ethics is published on the company's website.

Application	:	Applied
Explanation on application of the practice	:	To ensure the highest standards of ethics and governance in business, the Board has established the Code of Conduct and Ethics ("the Code"). The Code serves as a guide for Directors and employees at the executive level and above, ensuring they act with the utmost integrity and objectivity while consistently striving to enhance the reputation and performance of the Company. The Code has set out policies and procedures to address the following key areas: Business Conduct • Dealing with External Parties • Money Laundering • Accepting and Providing Gifts and Other Benefits • Bribery and Corruption Employee Conduct • Harassment, Threat and Violence • Drugs, Alcohol and Prohibited Substances • Record Keeping and Financial Integrity • Protection of the Company's Assets • Outside Directorship and Other Outside Activities • Avoid Conflict of Interest • Confidentiality • Insider Trading Policy • Families and Relatives of Employees The Code is available on the Company's website at www.wawasandengkil.com/investor-relations/corporate-governance.
Explanation for departure	:	

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

Intended Outcome

The board is committed to promoting good business conduct and maintaining a healthy corporate culture that engenders integrity, transparency and fairness.

The board, management, employees and other stakeholders are clear on what is considered acceptable behaviour and practice in the company.

Practice 3.2

The board establishes, reviews and together with management implements policies and procedures on whistleblowing.

Application	:	Applied
Explanation on application of the practice	:	The Group has adopted an Anti Fraud and Whistleblowing Policy which provides a framework for the prevention, deterrence, detection and investigation of fraud and other improper conduct, thereby reinforcing the Group's commitment to integrity, transparency and accountability. For the purposes of this policy, fraud is defined as any act of deception or dishonesty undertaken with the intention of seeking personal gain, circumventing obligations or causing losses, including but not limited to fraudulent expense claims, kickbacks, bribery, fictitious suppliers, embezzlement of the Group's assets, falsification of financial statements, conflicts of interest, payroll or cheque fraud, and occupational fraud. The policy also requires an annual fraud risk assessment to be carried out by the Board, the implementation of adequate internal controls and awareness training, and sets out procedures for the confidential reporting, handling and investigation of suspected fraud, subject to the Board's approval. This policy also sets out a structured whistleblowing framework, providing clear guidelines and secured channels for all employees, stakeholders and members of the public to raise genuine concerns about possible improprieties in matters of financial reporting, compliance and other malpractices at the earliest opportunity without fear of repercussions. It ensures whistleblowers are protected from retaliation, and outlines processes for reporting, investigation and resolution, including safeguards against false or malicious disclosures. Any stakeholder believes reasonably and in good faith that malpractices exist in the Group, he/she is advised to report this malpractice or misconduct immediately by submitting written reports bearing his/her signature in sealed envelopes marked "In Strictly Confidential" and deliver to the ARMC or the Board. Alternatively, the report can be emailed to the Whistleblowing Committee and the Board at whistleblowing@wawasandengkil.com or by direct telephone call at +603-8768 6457 (Ext No.: 212). The identity and personal information of the whistleblower will be protected and kept confidential unless the whistleblower provides consent, or disclosure required by law.

	The Anti Fraud and Whistleblowing Policy is accessible on the Company's website at www.wawasandengkil.com/investor-relations/corporate-governance. During FYE 2025, the Group has not received any whistleblower reports concerning breaches of the Company's policies or applicable laws.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 4.1

The board together with management takes responsibility for the governance of sustainability in the company including setting the company's sustainability strategies, priorities and targets.

The board takes into account sustainability considerations when exercising its duties including among others the development and implementation of company strategies, business plans, major plans of action and risk management.

Strategic management of material sustainability matters should be driven by senior management.

Application	:	Applied
Explanation on application of the practice	:	The Board recognises the increasing importance of sustainability in business management and remains ultimately responsible for the Group's sustainability management. This includes establishing and overseeing the Group's sustainability strategies, priorities and targets. The Board is supported by the ARMC and Sustainability Working Committee ("SWC"). The ARMC ensures the maintenance of a robust sustainability framework, while the SWC, led by Mr. Lim Soon Yik, is responsible to drive the implementation of sustainability strategies and initiatives, monitors progress and reports regularly to the ARMC on the overall operational management of sustainability initiatives. To effectively manage the Group's sustainability risks and opportunities, the Board is supported by the ARMC to assess material matters to identify, prioritise and address risks and opportunities as well to formulate the sustainability strategies for economic, environmental, social and governance ("EESG") contexts. The Group's sustainability strategies and performance in addressing the material risks and opportunities are illustrated in the Sustainability Statement in the Company's Annual Report 2025.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	

Timeframe	:		
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Intended Outcome

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

Practice 4.2

The board ensures that the company's sustainability strategies, priorities and targets as well as performance against these targets are communicated to its internal and external stakeholders.

Application	:	Applied	
Explanation on application of the practice	:	The Board acknowledges the needs for regular engagement with both internal and external stakeholders in shaping the Group's sustainability strategies, priorities and targets. These interactions provide valuable insights and allow the Board to better understand the needs and expectations of stakeholders, thereby facilitating an informed strategic planning process. A detailed Sustainability Statement is presented in the Company's Annual Report 2025, explaining how EESG factors are incorporated into the Group's strategic planning, decision-making and operational management. The Sustainability Statement also outlines the governance structure supporting sustainability oversight and describes how the Group aligns its sustainability approach with internationally recognised frameworks including the United Nations Sustainable Development Goals (UNSDG) and other relevant global reporting principles. Further information on stakeholders' engagement activities, materiality assessment process, sustainability strategies, targets, performance and progress is also provided in the Sustainability Statement, demonstrating the Group's ongoing commitment to embedding sustainability into its long-term business strategy and value creation for stakeholders.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 4.3

The board takes appropriate action to ensure they stay abreast with and understand the sustainability issues relevant to the company and its business, including climate-related risks and opportunities.

Application	:	Applied
Explanation on application of the practice	:	The Board acknowledges the importance of staying updated with the latest industry development and trends as well as the sustainability matters related to the Group. To stay updated with the latest sustainability landscape, the Board is dedicated to participating in relevant training programmes, ensuring that Directors are equipped with the knowledge and skills necessary to engage in meaningful discussions during Board meetings and stay informed about the latest sustainability issues. The knowledge gained enabled more informed deliberations by the Board on sustainability oversight and its integration into strategic planning. A comprehensive list of Directors' training is available in the Corporate Governance Overview Statement of Annual Report 2025. While the Board acknowledged that only two Directors had attended sustainability-specific training during FYE 2025, the Company is taking proactive steps to broaden such exposure across the Board in the coming financial year. Other than attending formal training programmes, the Directors keep themselves abreast with the sustainability issues relevant to the Group through the presentation of updates, news, publications from relevant agencies, engagement with external consultants and business associates, structured reading and/or deliberation during the Board meetings.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 4.4

Performance evaluations of the board and senior management include a review of the performance of the board and senior management in addressing the company's material sustainability risks and opportunities.

Application	:	Applied	
Explanation on application of the practice	:	On 26 August 2025, the Board, through the NC, conducted a performance evaluation to review the overall effectiveness of the Board and Senior Management in addressing the Group's material sustainability matters. The assessment covered several areas, particularly their ability to support the Board in addressing material sustainability risks and opportunities, the training attended by the Directors and Senior Management to stay abreast of market developments and regulatory updates, as well as their forward-looking perspectives and strategic planning.	
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 4.5- Step Up

The board identifies a designated person within management, to provide dedicated focus to manage sustainability strategically, including the integration of sustainability considerations in the operations of the company.

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

Intended Outcome

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

Practice 5.1

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

Application	:	Applied
Explanation on application of the practice	:	The NC is responsible for annually reviewing the overall structure, size and composition of the Board and its Board Committees. This includes assessing the tenure of each Director, the required mix of skills, experience, diversity, core competencies and independence. The NC ensures that the Board maintains an appropriate balance to function effectively, aligning with the Company's needs to support business growth while safeguarding the interests of shareholders and other stakeholders. By conducting the annual performance evaluation, the NC gains insights into the Board's needs, including the necessity for new skills and perspectives, identifying competency gaps, assessing diversity requirements, evaluating tenure length and ensuring each Director's commitment aligns with the Company's strategic direction. The Board, through the NC, has reviewed and expressed satisfaction with current Board mix and composition for the FYE 2025. Guided by the Directors' Fit and Proper Policy adopted by the Company, the NC evaluates the retiring Directors who are seeking for re-election based on prescribed criteria, including character, integrity, experience, competence and time commitment. The said policy is available on the Company's website at www.wawasandengkil.com/investor-relations/corporate-governance. Upon the recommendation of the NC, the Board also assessed any conflict of interest or potential conflict of interest declared by the retiring Directors before recommending to the shareholders for approval. In accordance with Clause 84.1 of the Company's Constitution, an election of Directors shall take place every year at the AGM where one-third (1/3) of the Directors shall retire from office once at least in each three (3) years but shall eligible for re-election. The assessment on re-election of Directors who are due for retirement was conducted on 26 August 2025. All the retiring Directors have consented and offered themselves for re-election at the forthcoming Third AGM of the Company. The NC have made reference to the Conflict of Interest Policy and Directors' Fit and Proper Policy to review the individual Director, the Board composition, Board effectiveness and the tenure of Directors.

	Having evaluated and being satisfied with the overall performance and contributions of the following retiring Directors due for retirement by rotation, the Board, upon recommended by the NC, resolved to propose their re-election at the forthcoming Third AGM in accordance with Clause 84.1 of the Company's Constitution: (i) Mr. Thien Chiet Chai; and (ii) Mr. Lim Kok Seng. Before recommending to the Board the re-election of Mr. Lim Kok Seng as a Director of the Company, the NC reviewed the conflict of interest arising from his directorship and shareholding in Banjaran Impian Sdn Bhd and noted that the ARMC had taken the necessary mitigation measures. Further details are set out in the ARMC Report in the Company's Annual Report 2025. On 26 August 2025, the NC also evaluated the performance of Ms. Gladys Mak Sow Lin, who was appointed by the Board on 30 July 2025 to fill a casual vacancy and, is due to retire and has offered herself for re-election at the forthcoming Third AGM of the Company pursuant to Clause 91 of the Company's Constitution. Having evaluated and being satisfied with her overall performance and contributions, the Board, upon recommended by the NC, resolved to propose the re-election of Ms. Gladys Mak Sow Lin at the forthcoming Third AGM in accordance with Clause 91 of the Company's Constitution.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.2

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

Application	:	Applied
Explanation on application of the practice	:	Currently, the Board consists of six (6) Board members, of which four (4) of them are Independent Non-Executive Directors (“INED”) including the Board Chairman, as follows: (i) Mr. Thien Chiet Chai; (ii) Mr. Lim Soon Yik; (iii) Mr. Lim Kok Seng; (iv) Ms. Koay Lay Ling; (v) Encik Mohamad Anuar Bin Mohamad Isa; and (vi) Ms. Gladys Mak Sow Lin. The current Board composition fulfils the prescribed requirement of one-third (1/3) of the Board to be independent as stated under Rule 15.02 of the ACE Market Listing Requirements (“AMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”). In fact, the Board comprises a majority of INEDs, ensuring objective and independent deliberation, review and decision-making at the Board, thereby better safeguarding the interests of shareholders and other stakeholders while ensuring that high standards of conduct and integrity are upheld. The NC conducts an annual review of the independence of INEDs based on the criteria outlined in the AMLR and its Guidance Note. This assessment ensures that they remain independent, exercise objective judgement and act in the best interests of the Company, the Group, shareholders and other stakeholders. The evaluation also helps identify any potential conflicts of interest that could compromise their independence and decision-making.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	

Timeframe	:		
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Intended Outcome

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

Practice 5.3

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

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

Application	:	Applied																				
Explanation on application of the practice	:	As at the date of this report, none of the INEDs have served the Company for a cumulative term exceeding nine (9) years. The tenure of each INED is as follows: <table><tr><th>Directors</th><th>Appointment Date</th><th>< 1 Year</th><th>1-3 Years</th></tr><tr><td>Mr. Thien Chiet Chai</td><td>15 April 2024</td><td></td><td>✓</td></tr><tr><td>Ms. Koay Lay Ling</td><td>15 April 2024</td><td></td><td>✓</td></tr><tr><td>Encik Mohamad Anuar Bin Mohamad Isa</td><td>15 April 2024</td><td></td><td>✓</td></tr><tr><td>Ms. Gladys Mak Sow Lin</td><td>30 July 2025</td><td>✓</td><td></td></tr></table> It is stipulated in the Board Charter that the tenure of an INED shall not exceed a cumulative term of nine (9) years. Upon reaching this tenure limit, the INED may continue to serve on the Board after re-designated as a Non-Independent Director. In the event that the Board wishes to retain an INED beyond nine (9) years, the Board must provide justification and seek annual shareholders’ approval through a two-tier voting process at AGM. Prior to this, it is the NC’s responsibility to evaluate and recommend to the Board the continuance of the INED who has served on the Board beyond the tenure limit.	Directors	Appointment Date	< 1 Year	1-3 Years	Mr. Thien Chiet Chai	15 April 2024		✓	Ms. Koay Lay Ling	15 April 2024		✓	Encik Mohamad Anuar Bin Mohamad Isa	15 April 2024		✓	Ms. Gladys Mak Sow Lin	30 July 2025	✓	
Directors	Appointment Date	< 1 Year	1-3 Years																			
Mr. Thien Chiet Chai	15 April 2024		✓																			
Ms. Koay Lay Ling	15 April 2024		✓																			
Encik Mohamad Anuar Bin Mohamad Isa	15 April 2024		✓																			
Ms. Gladys Mak Sow Lin	30 July 2025	✓																				
Explanation for departure	:																					
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.																						

Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 5.4 - Step Up

The board has a policy which limits the tenure of its independent directors to nine years without further extension.

Note: To qualify for adoption of this Step Up practice, a listed issuer must have a formal policy which limits the tenure of an independent director to nine years without further extension i.e. shareholders' approval to retain the director as an independent director beyond nine years.

Application	:	Not Adopted
Explanation on adoption of the practice	:	

Intended Outcome

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

Practice 5.5

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

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

Application	:	Applied
Explanation on application of the practice	:	The Board acknowledges the significance of fostering diversity by ensuring the Board and senior management encompasses a mix of skills, professional experiences, age, gender, cultural backgrounds and ethnicities. The NC is responsible for assessing and recommending suitable candidates to the Board for appointment as Directors of the Company. Guided by the Directors' Fit and Proper Policy, the NC shall assess candidates based on the following criteria: • Character and integrity including probity, personal integrity, financial integrity and good reputation; • Experience and competence including qualifications, training, skills, relevant expertise and experience; and • Time and commitment including ability to discharge role having regard to other commitments and participation and contribution in the Board. Under the Company's Conflict of Interest Policy, each candidate shall make a declaration of conflict of interest and submit to the Board and ARMC for review. The ARMC shall determine the mitigation measures to manage, resolve, or eliminate such conflict, if any. The NC, having considered the aforesaid criteria and the declaration of conflict of interest, recommended to the Board the appointment of Ms. Gladys Mak Sow Lin as an INED on 30 July 2025, subsequent to the resignation of Datuk Ir. Chow Pui Hee on the same day. The Directors' Fit and Proper Policy and Conflict of Interest Policy were adopted by the Board on 24 March 2025 and 27 June 2025 respectively. The Directors' Fit and Proper Policy is made available on the Company's website at www.wawasandengkil.com/investor-relations/corporate-governance.

	In addition, the NC has reviewed the time commitment of all Directors in discharging their duties during the FYE 2025. The NC was satisfied that all Directors have devoted adequate time to fulfil their responsibilities to the Board and the Company, demonstrating satisfactory attendance rates at all Board and Board Committees' meetings held during the financial year under review.			
Explanation for departure	:			
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>				
Measure	:			
Timeframe	:	<table border="1"> <tr> <td></td> <td></td> </tr> </table>		

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.

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The appointment of Ms. Gladys Mak Sow Lin as INED of the Company was made based on recommendation from an existing INED, supported by a letter of recommendation. The NC is responsible for the screening and recruitment process of new Directors. The NC will scrutinise the suitability and qualification of the potential candidates in a formal and transparent process before recommending the suitable candidates to the Board for appointment as Directors. In discharging its duties, the NC will assess the potential candidates based on their individual suitability, considering mix of skills, functional knowledge, expertise, experience, character, integrity and any other commitments that the candidate can bring to enhance and complement the Board composition. In identifying potential candidates to fill the Board vacancy, the Board should utilise independent sources, in addition to referrals from existing Directors, the management and/or major shareholders of the Company, to identify suitably qualified candidates. Although the Board did not utilise independent sources in identifying the new Director, the Board, through the NC, continued to adopt the assessment criteria and review process recommended by the MCCG in evaluating the candidate for appointment to the Board, ensuring that the evaluation remained objective and merit-based. The appointment of Ms. Gladys Mak Sow Lin was made after careful consideration of her diverse skills, expertise and experience, which met the prescribed assessment criteria. In view thereof, the NC did not utilise independent sources such as the Directors' Registry, open advertisements or independent search firms to source for other candidates.

	Moving forward, the Board will consider utilising independent sources where necessary to ensure a broader pool of qualified candidates for future appointments.	
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 5.7

The board should ensure shareholders have the information they require to make an informed decision on the appointment and reappointment of a director. This includes details of any interest, position or relationship that might influence, or reasonably be perceived to influence, in a material respect their capacity to bring an independent judgement to bear on issues before the board and to act in the best interests of the listed company as a whole. The board should also provide a statement as to whether it supports the appointment or reappointment of the candidate and the reasons why.

Application	:	Applied
Explanation on application of the practice	:	In accordance with the Clause 84.1 of the Company's Constitution, the following Directors are due for retirement by rotation and being eligible, have offered themselves for re-election at the forthcoming AGM: (i) Mr. Thien Chiet Chai; and (ii) Mr. Lim Kok Seng. Additionally, Ms. Gladys Mak Sow Lin is due for retirement and being eligible, has offered herself for re-election at the forthcoming Third AGM of the Company pursuant to Clause 91 of the Company's Constitution. The performance of the aforesaid retiring Directors has been assessed by the NC through the fit and proper assessment. Based on the evaluation and the declaration of conflict of interest by the retiring Directors, the Board and the NC are satisfied with the performance and effectiveness of the retiring Directors standing for re-election at the forthcoming AGM. The details and profiles of the retiring Directors, including their age, gender, tenure of service, directorships in other companies, qualification, working experience and the nature and extent of any conflict of interest or potential conflict of interest, are available in the Profile of Board of Directors section in the Annual Report 2025. A statement by the Board to support the re-election of the retiring Directors is set out in the Statement Accompanying the Notice of AGM dated in the Company's Annual Report 2025 for the shareholders' attention.
Explanation for departure	:	

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

Intended Outcome

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

Practice 5.8

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

Application	:	Applied															
Explanation on application of the practice	:	Currently, the NC is chaired by Ms. Gladys Mak Sow Lin, an INED of the Company. Previously, the NC was chaired by Datuk Ir. Chow Pui Hee since its establishment on 18 June 2024 and until her resignation as Director of the Company on 30 July 2025. The key responsibilities of the Chairperson of the NC include: (i) Leading succession planning and appointment of Board members; and (ii) Leading the annual performance evaluation of Board and Board Committees, ensuring that the performance of the Board, each Board Committee and each individual Director is independently assessed. In WD, the NC comprises exclusively INEDs, and the composition is as follows: <table border="1"> <thead> <tr> <th>Designation</th><th>Director</th><th>Directorship</th></tr> </thead> <tbody> <tr> <td>Chairperson</td><td>Gladys Mak Sow Lin (Appointed on 30 July 2025)</td><td>INED</td></tr> <tr> <td>Chairperson</td><td>Datuk Ir. Chow Pui Hee (Ceased on 30 July 2025)</td><td>INED</td></tr> <tr> <td>Member</td><td>Mohamad Anuar Bin Mohamad Isa</td><td>INED</td></tr> <tr> <td>Member</td><td>Koay Lay Ling</td><td>INED</td></tr> </tbody> </table>	Designation	Director	Directorship	Chairperson	Gladys Mak Sow Lin (Appointed on 30 July 2025)	INED	Chairperson	Datuk Ir. Chow Pui Hee (Ceased on 30 July 2025)	INED	Member	Mohamad Anuar Bin Mohamad Isa	INED	Member	Koay Lay Ling	INED
Designation	Director	Directorship															
Chairperson	Gladys Mak Sow Lin (Appointed on 30 July 2025)	INED															
Chairperson	Datuk Ir. Chow Pui Hee (Ceased on 30 July 2025)	INED															
Member	Mohamad Anuar Bin Mohamad Isa	INED															
Member	Koay Lay Ling	INED															
Explanation for departure	:																
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.																	
Measure	:																
Timeframe	:																

Intended Outcome

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

Practice 5.9

The board comprises at least 30% women directors.

Application	:	Applied	
Explanation on application of the practice	:	The Board is committed to promoting gender diversity. In selecting Board members, it ensures equal opportunities for all candidates who meet the specified criteria such as individual experience, knowledge and competency, as well as other qualities relevant to the Group's current business portfolios and potential investments. Throughout the FYE 2025 and up to the date of this report, there are two (2) female Directors on the Board, constituting 33.33% female Board representation, exceeding the 30% benchmark recommended by the best practices of the Malaysian Code on Corporate Governance (“MCCG”).	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 5.10

The board discloses in its annual report the company's policy on gender diversity for the board and senior management.

Application	:	Applied	
Explanation on application of the practice	:	In promoting women’s participation on the Board and within Key Senior Management of the Group, the Company has incorporated the gender diversity policy for the Board and Key Senior Management in its Board Charter and the Terms of Reference of the NC. It is stated in both the Board Charter and the Terms of Reference of the NC that at least 30% of the Board shall comprise women Directors. As of 30 June 2025, the current Board has achieved 33.33% representation of women Directors, exceeding the recommended minimum of 30% female Directors as advised by the MCCG. The Company also demonstrates its support for gender diversity by having four (4) women holding Key Senior Management position, representing 57.14% of the total. Nonetheless, gender is not considered a prerequisite for directorships or managerial positions within the Company or the Group. Instead, appointments are made based on objective criteria and merit to ensure the selection of the most qualified candidates, regardless of gender.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 6.1

The board should undertake a formal and objective annual evaluation to determine the effectiveness of the board, its committees and each individual director. The board should disclose how the assessment was carried out its outcome, actions taken and how it has or will influence board composition.

For Large Companies, the board engages an independent expert at least every three years, to facilitate objective and candid board evaluation.

Note: For a Large Company to qualify for adoption of this practice, it must undertake annual board evaluation and engage an independent expert at least every three years to facilitate the evaluation.

Application	:	Applied
Explanation on application of the practice	:	On 26 August 2025, the Board, through the NC, undertook an annual assessment to evaluate the effectiveness of the Board and Board Committees, as well as the contributions made by each Board member, including the Board Chairman in respect of the FYE 2025. The performance evaluation process was facilitated by the Company Secretaries. The Board conducted the annual assessment internally as the Board considers the current evaluation framework to be effective. In conducting the annual assessments, the NC had assessed the performance of the Board as a whole, and the Board Committees based on the following criteria: (i) Board composition reflecting diversity in skills, experience, gender, and age; (ii) Board Committee composition that enables them to operate within clearly defined terms of reference; and (iii) Effectiveness of the Board covering the decision-making process, meeting effectiveness and Directors' engagement/participation. Additionally, the Board also assesses the independence of INED to ensure that they are free from any business or other relationships that could materially compromise their independent judgement or ability to act in the best interest of the Group. Based on the outcome of the assessments conducted for FYE 2025, the Board is satisfied that: (a) Given the scope, size and complexity of the Group's operations, the current composition of the Board and Board Committees is well-balanced. The Board comprises members with diverse professional backgrounds and qualifications, as well as sufficient

	number of INEDs to ensure impartiality and provide constructive challenge to executive decisions. (b) The Board Committees continue to operate within their clearly defined TOR, with their respective Chairpersons demonstrating the ability to facilitate effective discussions, ensure compliance and maintain accountability. (c) All INEDs remain independent from the Management and are free from any business relationship that could materially compromise their independent judgement in the Board discussion or decision making. The Board's strengths include its diverse industry backgrounds, alignment of skills with the Company's objectives in construction, infrastructure, governance and sustainable growth, as well as the commitment, integrity and leadership of its Directors. The experience of INEDs who also serve on other listed companies was recognised as an added strength, enhancing the depth and quality of Board deliberations. Notwithstanding the above, the NC identified areas for improvement, including: - - upskilling of INEDs in emerging areas such as ESG, digital risk and geopolitical foresight; - scheduling Board Committee meetings ahead of Board meetings for highly critical matters; - presenting the quarterly financial results to the Board in a more structured and comprehensive manner; - allocating sufficient time for Board Committees' meetings to allow meaningful deliberations; and - the contribution of the Board Chairman and relationship with the Executive Directors of the Company.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

Practice 7.1

The board has remuneration policies and procedures to determine the remuneration of directors and senior management, which takes into account the demands, complexities and performance of the company as well as skills and experience required. The remuneration policies and practices should appropriately reflect the different roles and responsibilities of non-executive directors, executive directors and senior management. The policies and procedures are periodically reviewed and made available on the company's website.

Application	:	Applied
Explanation on application of the practice	:	The Board, through the RC, has established a formal and transparent Remuneration Policy which outlines the objective and procedures in determining the remuneration packages of Directors and Key Senior Management personnel of the Company. The primary objective is to attract, motivate and retain talents of high calibre of the Group for driving the Company's long term business strategies and enhancing shareholders' value. The Remuneration Policy is available on the Company's website at www.wawasandengkil.com/investor-relations/corporate-governance. The RC will also periodically review the Remuneration Policy or as needed to ensure its continued relevance and effectiveness in line with the latest business and regulatory development.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

The level and composition of remuneration of directors and senior management take into account the company's desire to attract and retain the right talent in the board and senior management to drive the company's long-term objectives.

Remuneration policies and decisions are made through a transparent and independent process.

Practice 7.2

The board has a Remuneration Committee to implement its policies and procedures on remuneration including reviewing and recommending matters relating to the remuneration of board and senior management.

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

Application	:	Applied															
Explanation on application of the practice	:	The RC comprises solely of INEDs, as follows: <table><tr><th>Designation</th><th>Director</th><th>Directorship</th></tr><tr><td>Chairman</td><td>Mohamad Anuar Bin Mohamad Isa</td><td>INED</td></tr><tr><td>Member</td><td>Koay Lay Ling</td><td>INED</td></tr><tr><td>Member</td><td>Gladys Mak Sow Lin (Appointed on 30 July 2025)</td><td>INED</td></tr><tr><td>Member</td><td>Datuk Ir. Chow Pui Hee (Ceased on 30 July 2025)</td><td>INED</td></tr></table> The duties and responsibilities of the RC as stated in its TOR, amongst others, are as follows: (a) To establish and implement a fair and transparent remuneration policy and procedure, including the fee structure and level of remuneration for Directors and Senior Management, taking into account the demands, complexities and performance of the Company in managing material sustainability risks and opportunities as well as skills and experience required, ensuring it is aligned with the business strategy and long-term objectives of the Company; (b) To review and recommend to the Board on the remuneration packages of the Directors and Senior Management, by taking into account the level of expertise, commitment and responsibilities undertaken, with reference to the Company's remuneration policy and procedure; and (c) To ensure the fee and other benefits for the INEDs do not conflict with their obligation to bring objectivity and independent judgment on matters discussed at Board meetings.	Designation	Director	Directorship	Chairman	Mohamad Anuar Bin Mohamad Isa	INED	Member	Koay Lay Ling	INED	Member	Gladys Mak Sow Lin (Appointed on 30 July 2025)	INED	Member	Datuk Ir. Chow Pui Hee (Ceased on 30 July 2025)	INED
Designation	Director	Directorship															
Chairman	Mohamad Anuar Bin Mohamad Isa	INED															
Member	Koay Lay Ling	INED															
Member	Gladys Mak Sow Lin (Appointed on 30 July 2025)	INED															
Member	Datuk Ir. Chow Pui Hee (Ceased on 30 July 2025)	INED															

	The TOR of the RC is available on the Company's website at www.wawasandengkil.com/investor-relations/corporate-governance .	
Explanation for departure		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure		
Timeframe		

Intended Outcome

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

Practice 8.1

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

Application	:	Applied
Explanation on application of the practice	:	The details of the Directors' remuneration for the FYE 2025, on named basis, with remuneration breakdown is shown in the table below.

No	Name	Directorate	Company ('000)							Group ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Thien Chiet Chai	Independent Director	15.0	-	-	-	-	-	15.0	15.0	-	-	-	-	-	15.0
2	Lim Soon Yik	Executive Director	-	-	-	-	-	-	-	-	-	180.0	10.5	-	24.2	214.7
3	Lim Kok Seng	Executive Director	-	-	-	-	-	-	-	-	-	336.0	10.0	-	236.9	582.9
4	Datuk Ir. Chow Pui Hee	Independent Director	10.5	-	-	-	-	-	10.5	10.5	-	-	-	-	-	10.5
5	Koay Lay Ling	Independent Director	10.5	-	-	-	-	-	10.5	10.5	-	-	-	-	-	10.5
6	Mohamad Anuar Bin Mohamad Isa	Independent Director	10.5	-	-	-	-	-	10.5	10.5	-	-	-	-	-	10.5

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.

Application	:	Departure								
Explanation on application of the practice	:									
Explanation for departure	:	Due to the confidentiality and sensitivity of remuneration details, the Board is of the opinion that disclosing the remuneration of Senior Management on a named basis would not be in the Company’s best interest, given the competitive environment that may give rise to recruitment and talent retention challenges.								
		In view thereof, the Board opted to disclose the remuneration of top five (5) Senior Management (who are not Directors of the Company) for the FYE 2025 in bands of RM50,000 on unnamed basis as below:								
		<table><tr><th>Range of Remuneration</th><th>Number of Senior Management</th></tr><tr><td>RM100,000 to RM150,000</td><td>3</td></tr><tr><td>RM200,000 to RM250,000</td><td>1</td></tr><tr><td>RM550,000 to RM600,000</td><td>1</td></tr></table>	Range of Remuneration	Number of Senior Management	RM100,000 to RM150,000	3	RM200,000 to RM250,000	1	RM550,000 to RM600,000	1
Range of Remuneration	Number of Senior Management									
RM100,000 to RM150,000	3									
RM200,000 to RM250,000	1									
RM550,000 to RM600,000	1									
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.										
Measure	:									
Timeframe	:									

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

Intended Outcome

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

Practice 8.3 - Step Up

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

Application	:	Not Adopted
Explanation on adoption of the practice	:	

Intended Outcome

There is an effective and independent Audit Committee.

The board is able to objectively review the Audit Committee's findings and recommendations.

The company's financial statement is a reliable source of information.

Practice 9.1

The Chairman of the Audit Committee is not the Chairman of the board.

Application	:	Applied	
Explanation on application of the practice	:	To reinforce the objectivity and independence of the Board’s review on the ARMC’s findings and recommendations, the roles of the Board Chairman and the ARMC Chairperson are held by two (2) different individuals. The ARMC is chaired by Ms. Koay Lay Ling, while the Board is chaired by Mr. Thien Chiet Chai, both of whom are INEDs. The segregation of these positions, along with the duties and responsibilities of the ARMC and its Chairperson, are outlined in the TOR of ARMC, which is available on the Company’s website at www.wawasandengkil.com/investor-relations/corporate-governance.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.2

The Audit Committee has a policy that requires a former partner of the external audit firm of the listed company to observe a cooling-off period of at least three years before being appointed as a member of the Audit Committee.

Application	:	Applied
Explanation on application of the practice	:	In an attempt to uphold high level of financial integrity, the TOR of the ARMC requires a cooling-off period of at least three (3) years before appointing any former key audit partner of the Company's external audit firm as a member of the ARMC. This measure serves to safeguard the independence and objectivity of the ARMC. The TOR of the ARMC is accessible on the Company's website at www.wawasandengkil.com/investor-relations/corporate-governance. At present, none of the ARMC members are former audit partners of the Company's external audit firm, and the Board does not foresee any new appointment of former audit partner to the ARMC in the near future.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.3

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

Application	:	Applied
Explanation on application of the practice	:	The ARMC, guided by its Terms of Reference, is responsible for evaluating the suitability, objectivity and independence of the External Auditors on an annual basis. In this regard, the ARMC, had on 26 August 2025, conducted an assessment of the External Auditor, taking into consideration the following key factors: (i) the independence of the external audit firm; (ii) the adequacy, suitability, competency, experience and overall quality of the External Auditor; (iii) the External Auditor's capacity and resources, along with their ability to meet deadlines and address issues promptly, as outlined in the audit planning memorandum; and (iv) the nature and extent of the non-audit services provided by the External Auditor and the associated fees for such services. Based on the aforesaid assessment of the External Auditor conducted by the ARMC in relation to both audit and non-audit services rendered for FYE 2025, the ARMC was satisfied with their suitably and overall performance, and recommended to the Board the re-appointment of Messrs. Ecovis Malaysia PLT as External Auditor of the Company. The Board had in turn, recommended the same for shareholders' approval at the forthcoming Third AGM of the Company. Additionally, the External Auditor assured the Board of their independence throughout the conduct of the audit engagement for FYE 2025 in accordance with the independence criteria set out by the Malaysian Institute of Accountants ("MIA").
Explanation for departure	:	

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

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.4 - Step Up

The Audit Committee should comprise solely of Independent Directors.

Application	:	Adopted		
Explanation on adoption of the practice	:	The ARMC comprises solely of INEDs as follows:		
		Designation	Name	Directorship
		Chairperson	Koay Lay Ling	INED
		Member	Mohamad Anuar Bin Mohamad Isa	INED
		Member	Gladys Mak Sow Lin <i>(Appointed on 30 July 2025)</i>	INED
		Member	Datuk Ir. Chow Pui Hee <i>(Ceased on 30 July 2025)</i>	INED

Intended Outcome

There is an effective and independent Audit Committee.

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

Practice 9.5

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

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

Application	:	Applied
Explanation on application of the practice	:	ARMC is mainly responsible for overseeing the Group's accounting, audit, internal controls and risk management functions. All members of the ARMC should be financially literate and possess the required expertise and knowledge to carry out their tasks and obligations effectively. Our ARMC Chairperson, Ms. Koay Lay Ling, possesses the requisite professional qualification in leading the ARMC through her membership with MIA and has 16 years of experience in the accounting and finance field. The qualifications and experience of each ARMC member are disclosed in the Profile of Board of Directors section in the Annual Report 2025. Although only one-third ($\frac{1}{3}$) of the ARMC is affiliated with professional accounting body, all ARMC members are financially literate with their continuous developments in accounting and auditing standards, practices and rules from on-going trainings and updates by the Management and External Auditor. The training programmes attended by the ARMC members during FYE 2025 are disclosed in the Corporate Governance Overview Statement in the Annual Report 2025.
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		

Measure	:		
Timeframe	:		

Intended Outcome

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

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

Practice 10.1

The board should establish an effective risk management and internal control framework.

Application	:	Applied
Explanation on application of the practice	:	The Board, with support from the ARMC, holds the responsibility for overseeing and maintaining a robust, effective and efficient system of risk management and internal control. This system is designed to safeguard shareholders' investments, stakeholders' interests as well as the Group's assets. To this end, the Board has adopted an Enterprise Risk Management ("ERM") Framework to provide a structured approach to identify, assess, respond, monitor and report any potential risks or structural weaknesses that may impede the Group from achieving its strategic objectives. In light of the inherent limitation of any risk management framework, the ERM Framework is designed to identify and manage the Group's risks within the acceptable tolerance levels, and that the framework in place could provide only reasonable but not absolute assurance. To fulfil its oversight responsibilities, the ARMC is entrusted by the Board to reviewing the adequacy and effectiveness of the Group's risk management and internal control system. The ARMC, within its jurisdiction, is responsible for: (a) reviewing significant risks identified by the Senior Management and evaluating the effectiveness of mitigation plans; (b) deliberating on risk mitigation strategies and ensuring that appropriate control measures are in place; and (c) assessing the overall risk landscape and recommending improvements to the Board where necessary. The ARMC is also responsible for overseeing the implementation and effectiveness of internal controls to uphold the Group's integrity. This includes ensuring the adoption of corporate policies and standard operating procedures ("SOPs") for ethical standards and regulatory compliance. It also reviews audit findings, monitors management's corrective actions, and oversees the appointment and performance of independent Internal Auditor. In the preparation for the Company's listing on ACE Market, the Company had appointed SocialGreen Governance Sdn Bhd (to evaluate the adequacy and effectiveness of the Group's corporate governance as well as its risk management and internal control system during FYE

	2025. Following the listing, the Board, through the ARMC, continue to monitor the effectiveness of the Group's risk management and internal control system through an internal audit function by appointing outsourced Internal Auditor. A comprehensive overview of the Group's current state of risk management and internal control are disclosed in the Statement on Risk Management and Internal Control in the Company's Annual Report 2025.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 10.2

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

Application	:	Applied
Explanation on application of the practice	:	Guided by the ERM Framework, the Board and ARMC are supported by Senior Leadership Team for the strategic planning and formalisation of the Group's risk profile. Target risks are properly defined and responsibilities are appropriately assigned within the Group. Upon formalising the Group's risk profile, the Management Team is then responsible to implement the ERM Framework into the Group's daily operations through the key five (5) risk management procedures, namely identify, analyse, respond, monitor and report. Whereas, the Senior Leadership Team, under the leadership of the Managing Director, is responsible for implementing the core components of the ERM Framework, including strategy, culture, people, processes, technology and structures into the Group's daily operations. To systematically record and document all identified risks, a Risk Register is adopted to include relevant risk ratings, mitigation plans or actions and the designated responsible individuals. The Group's internal control system comprises clearly defined, formalised, and documented internal policies, standards and procedures. Key components of the Group's internal control systems include: (a) Board Charter and TOR for the Board Committees; (b) Organisation structure with a proper segregation of duties; (c) Company policies and procedures, including the Code, Anti Fraud and Whistleblowing Policy, Directors' Fit and Proper Policy and Remuneration Policy; and (d) ISO-certified standard operating procedures covering various operational areas. In the preparation for the Company's listing on ACE Market of Bursa Securities, the Company had engaged SocialGreen Governance Sdn Bhd ("SocialGreen"), an independent internal control reviewer, to assess the Group's corporate governance practices as well as internal control and risk management system during FYE 2025. Based on the internal control review conducted, the Board is satisfied with the adequacy and

	effectiveness of the Group's risk management and internal control system. The Board, through the ARMC, has also appointed Eco Asia Governance Advisory Sdn Bhd, ("Eco Asia"), an outsourced Internal Auditor to perform internal audit review on a regular basis in order to continuously monitor and enhance the Group's risk management and internal control system. Further details on the Group's risk management and internal control system are disclosed in the Statement on Risk Management and Internal Control in the Annual Report 2025.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 10.3 - Step Up

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

Application :	Not Adopted
Explanation on adoption of the practice :	

Intended Outcome

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

Practice 11.1

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

Application	:	Applied
Explanation on application of the practice	:	The ARMC holds the responsibility to ensure the effectiveness of the internal audit function of the Group. The duties and responsibilities of the ARMC in respect of the internal audit function are entailed in the TOR of the ARMC, including but not limited to: (i) review the adequacy of the scope, functions, competency and resources of the internal audit functions and that it has the necessary authority to carry out its work; and (ii) review the internal audit plan, processes, the results of the internal audit assessment or investigation undertaken and whether or not appropriate action is taken on the recommendations of the internal audit function. The Group's internal audit function is outsourced to an independent professional firm, Eco Asia. They report directly to the ARMC, preserving and ensuring its independence and objectivity in performing their functions. Through the ARMC, the Internal Auditor provide the Board with independent assessments and objective assurance on the adequacy and effectiveness of the Group's internal control system. The Internal Auditor will conduct internal audit reviews based on the internal audit plan approved by the ARMC. Upon completion of each internal audit review, they will report the audit findings, along with root-cause analysis, potential risks and implications, as well as recommended corrective actions to the ARMC. Follow-up audits will also be conducted by the Internal Auditor to ensure the management implements the agreed upon recommended corrective action plans within the agreed timeframe. The ARMC also ensures that the Internal Auditor have adequate information and resources to conduct internal audit reviews smoothly and effectively. For the FYE 2025, the Board is of the view that the Group's current risk management and internal control system is well-aligned with its business objectives, and that the identified risks are managed within the Group's risk appetite and tolerance levels.

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

Intended Outcome

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

Practice 11.2

The board should disclose–

- whether internal audit personnel are free from any relationships or conflicts of interest, which could impair their objectivity and independence;
- the number of resources in the internal audit department;
- name and qualification of the person responsible for internal audit; and
- whether the internal audit function is carried out in accordance with a recognised framework.

Application	:	Applied				
Explanation on application of the practice	:	In the preparation for the Company’s listing on the ACE Market, the Company appointed SocialGreen, an independent professional firm which is free from any relationship or conflict of interest with the Group, to assess and review the Group’s corporate governance practices as well as risk management and internal control system. The said internal control review was led by Ms. Andrea Huong Jia Mei, who is the Director of SocialGreen. Ms. Andrea Huong is a member of the Association of Chartered Certified Accountants (“ACCA”) and a Chartered Accountant with the MIA. During FYE 2025, she was supported by a team of two (2) personnel to conduct the internal control review in accordance with the International Professional Practices Framework (“IPPF”). Following the Company’s listing on 25 March 2025, the Board, through the ARMC, appointed Eco Asia, another independent professional firm, to perform regular internal audit reviews on outsourced basis. The internal audit engagement team is headed by Ms. Janeeta Salim, the Head of Internal Audit Department of Eco Asia. She is Associate Member of the Institute of Internal Auditors Malaysia. She brings valuable expertise to the team with her extensive experience in the internal audit field. In view of the Company’s recent listing, she was supported by a team consisting of one (1) Manager and one (1) Consultant to conduct the following internal audit review during the last quarter of FYE 2025: <table><tr><th>Internal Audit Scope</th><th>Period of Review</th></tr><tr><td>Human Resources Management and Workforce Planning</td><td>Quarter 4, FYE 2025</td></tr></table> The internal audit reviews were conducted in accordance with the IPPF as guided by the International Standards for the Professional Practice of Internal Auditing.	Internal Audit Scope	Period of Review	Human Resources Management and Workforce Planning	Quarter 4, FYE 2025
Internal Audit Scope	Period of Review					
Human Resources Management and Workforce Planning	Quarter 4, FYE 2025					

	The Internal Auditor is free from any relationships or conflicts of interest that may impair their objectivity and independence in the course of their internal audit.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 12.1

The board ensures there is effective, transparent and regular communication with its stakeholders.

Application	:	Applied
Explanation on application of the practice	:	The Board acknowledges the importance of timely, transparent and effective communication with shareholders and stakeholders to foster mutual trust and understanding. Committed to providing prompt, accurate and fair disclosure of the Group's business operations and developments, the Company primarily utilises the following engagement methods: (i) <u>Company's website</u> The Company's website at www.Wawasandengkil.com provides comprehensive and updated information about our Group and businesses, including corporate information, history and key milestones, quarterly reports, financial highlights, stock performance, access to the prospectus for our Initial Public Offering and corporate policies. General public may also reach out to the Company through the "Contact Us" section on the Company's website at www.wawasandengkil.com/contact-page, which provides an avenue for stakeholders to send enquiries, suggest improvements or lodge complaints. (ii) <u>Company announcements made to Bursa Securities</u> Quarterly reports and material information disclosures are submitted to Bursa Securities and can be accessed on both the Company's website at www.wawasandengkil.com/investor-relations/overview and the Bursa Securities' website at www.bursamalaysia.com. (iii) <u>Annual Report</u> The Company's Annual Report is the key communication tool, offering a comprehensive overview of the Group. It encompasses vital information on business operations, financial performance, corporate governance, sustainability initiatives, risk management, internal control systems and the Group's future outlook.

	Annual Report 2025 is the first annual report issued by the Company following its listing on the ACE Market of Bursa Securities on 25 March 2025. (iv) <u>General Meetings</u> General meetings serve as primary forum for dialogue with shareholders, where they can direct interact and communicate with the Board by raising any concerns and seeking clarifications from the Directors on the Group's businesses and affairs. (v) <u>Press Conferences/Media Releases</u> The Company may occasionally hold press conferences and issue media releases in conjunction with the execution of significant agreements, products launches or presentations. Additionally, such information will be posted on the Company's website as soon as reasonably practical after being released to Bursa Securities. (vi) <u>Telephone/E-mail/Post</u> For Investor Relations related queries, stakeholders may contact the Company at the following: <i>Wawasan Dengkil Holdings Berhad</i> 1F-9, Jalan Intan 5/1, Taman Intan, 43800 Dengkil, Selangor. Tel No. : +603-8768 6457 Email : info@wawasandengkil.com Through these communication channels, the Board actively engages with stakeholders in an effective, transparent and regular manner to support their well-informed investment decisions. Nevertheless, the Board is mindful of the legal and regulations governing the disclosure of material and price-sensitive information.	
Explanation for departure	:	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

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

Practice 12.2

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

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

Intended Outcome

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

Practice 13.1

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

Application	:	Applied	
Explanation on application of the practice	:	The Board acknowledges the importance of the AGM as a vital platform for direct and meaningful communication between the Board and the Company’s shareholders. Therefore, the Board is committed to ensuring that shareholders are given adequate time to review and consider the resolutions to be discussed at the AGM. To ensure shareholders have sufficient time to review and consider the proposed resolutions, the Notice of Third AGM, together with detailed explanations of each proposed resolution, will be issued and circulated to shareholders at least 28 days prior to the meeting, i.e. on 24 October 2025. The Notice of Third AGM will be issued to the registered shareholders via email, and for those without email address, to despatch a hardcopy to the registered shareholders. Further, to enhance outreach, the AGM notice is also published in a nationally circulated newspapers and made available on the Company’s website at www.wawasandengkil.com/investor-relations/financial-reports, for wider accessibility and transparency.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 13.2

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

Application	:	Applied	
Explanation on application of the practice	:	The Board views general meetings as a vital platform for shareholders to interact with Directors, providing an opportunity for shareholders to express their concerns and gain direct insights into the Company’s management. This facilitates a more meaningful and constructive dialogue between the Board and its shareholders. Barring any unforeseen circumstances, all Directors, including the Chairperson of each Board Committee, have confirmed their attendance and participation in the forthcoming Third AGM. The Board is committed to facilitating discussions and providing meaningful explanations and responses to any questions or concerns raised by shareholders. The Company’s External Auditor and Sponsor will also be present at the forthcoming Third AGM to respond to any relevant shareholders' queries.	
Explanation for departure	:		
Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 13.3

Listed companies should leverage technology to facilitate—

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

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

Application	:	Departure	
Explanation on application of the practice	:		
Explanation for departure	:	In compliance with Rule 8.29A of the AMLR, the Company’s forthcoming Third AGM scheduled on 24 November 2025 will be conducted as a fully physical meeting within the capital city vicinity, ensuring easy accessibility for the public shareholders and not in remote locations.	
		Shareholders who are unable to attend the physical meeting may appoint a proxy to attend and vote on their behalf, provided that the proxy form is lodged at the office of the Company’s Share Registrar at least 48 hours prior to the general meeting.	
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 13.4

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

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to.

Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The forthcoming Third AGM to be held on 24 November 2025 is the first shareholders' meeting following the Company's listing on the ACE Market of Bursa Securities on 25 March 2025.
	:	During the forthcoming Third AGM, the Company will encourage active participation from shareholders and proxies in attendance by giving ample time and opportunity to raise questions. The Chairman of the meeting will lead the discussions, ensuring that shareholder engagement remains a key priority and that all concerns are addressed with meaningful response by the Board and Senior Management during the meeting.
	:	In addition, the Company's website serves as an essential platform for keeping shareholders informed of key developments. Shareholders may engage with the Company, raise concerns, and provide feedback through the communication channels available on the website. The minutes of the general meeting, along with a summary of the question and answer (Q&A) session, will be made available on the Company's website, reinforcing the Company's commitment to transparency and continuous shareholder engagement.
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

Intended Outcome

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

Practice 13.5

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

Note: The explanation of adoption of this practice should include a discussion on measures undertaken to ensure the general meeting is interactive, shareholders are provided with sufficient opportunity to pose questions and the questions are responded to. Further, a listed issuer should also provide brief reasons on the choice of the meeting platform.

Application	:	Not applicable – only physical general meetings were conducted in the financial year	
Explanation on application of the practice	:		
Explanation for departure	:		
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>			
Measure	:		
Timeframe	:		

Intended Outcome

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

Practice 13.6

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

<i>Note: The publication of Key Matters Discussed is not a substitute for the circulation of minutes of general meeting.</i>		
Application	:	Departure
Explanation on application of the practice	:	
Explanation for departure	:	The Second AGM of the Company held on 31 December 2024 was convened prior to the Company's listing, and the minutes of the Second AGM was not circulated to the shareholders within 30 business days from the meeting date.
	:	The minutes of the forthcoming Third AGM to be held on 24 November 2025, being the first shareholders' meeting following its listing on the ACE Market of Bursa Securities on 25 March 2025, will be published on the Company's website at www.Wawasandengkil.com not later than 30 business days after the conclusion of the AGM.
<i>Large companies are required to complete the columns below. Non-large companies are encouraged to complete the columns below.</i>		
Measure	:	
Timeframe	:	

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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