

MALAYSIA SMELTING CORPORATION BERHAD

Registration No. 197801006055 (43072-A)
(Incorporated in Malaysia)

**TERMS OF REFERENCE FOR
ENVIRONMENTAL, SOCIAL AND GOVERNANCE (“ESG”) COMMITTEE**

1. INTRODUCTION

The ESG Committee (the “Committee”) has been established by the Board of Directors of the Company (the “Board”) for the purpose of assisting the Board in fulfilling its oversight responsibilities with respect to the Company’s management of all relevant ESG matters.

2. OBJECTIVES

The Committee of Malaysia Smelting Corporation Berhad (“MSC”) was formed by the Board on 14 February 2022. This includes identifying areas where the Company can reduce its environmental footprint, improve social impact, and enhance long-term financial sustainability. The committee may oversee a variety of initiatives related to energy efficiency, waste reduction, and supply chain sustainability.

3. MEMBERSHIP

The Committee shall be composed of at least three (3) members appointed by the Board from amongst its members.

The Chairman of the Committee shall be appointed amongst the Committee members.

4. QUORUM AND COMMITTEE’S PROCEDURE

The Committee shall meet at least once (1) a year. More meetings may be conducted if the need arises. The quorum for a meeting of the Committee shall be two (2) members present in person or virtually.

A resolution in writing, signed by majority of the members of the Committee, shall be as effectual as if it has been passed at a meeting of the Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more Committee members.

The Secretary of the Company shall be secretary (the “Secretary”) of the Committee. Should the Chairman of the Committee be absent from meeting, the Committee members present shall appoint a Chairman from amongst them for that particular meeting. In addition to the regular scheduled meeting, the Chairman shall call a meeting of the Committee if so requested by any member of the Committee or by the Chairman of the Board. If a member is unable to be physically present, the member may choose to participate via video or tele-conferencing.

The Secretary, in consultation with the Chairman of the Committee, shall draw up the agenda of the meeting. The agenda, together with the relevant papers, shall be circulated at least seven (7) days prior to each Committee meeting. The Secretary of the Committee shall keep the minutes of meetings and copies thereof shall be circulated to all members of the Board.

5. ATTENDANCE

The Chairman of the Committee, or the Committee members with the approval from the Chairman, may invite any person or persons to attend the Committee meetings, but not necessarily for the full duration of the meeting.

6. AUTHORITY

The Committee, within the scope of its duties and responsibilities is authorised:

- (i) to perform the activities required to discharge its responsibilities and make the relevant recommendations to the Board;
- (ii) to select, engage and obtain, at the cost of the Company, professional advice in order for the Committee to carry out its duties; and
- (iii) to have full and unrestricted access to information pertaining to the Company.

7. RESPONSIBILITIES AND DUTIES

- (i) To deliberate and recommend for the Board's approval on the sustainability framework and policy.
- (ii) To oversee the implementation of the sustainability framework which is to be embedded into the culture, processes and structure of the Group.
- (iii) To deliberate the MSC sustainability roadmap based on sustainability strategies and targets approved by the Board and ensure its effective deployment and execution Group-wide.
- (iv) To oversee the Group's key sustainability performance against approved strategies and targets.
- (v) To review and recommend for the Board's approval, the Group sustainability disclosures required by Bursa.

8. REPORTING

The Chairman shall report on each meeting to the Board regarding all relevant matters and appropriate recommendations, in a written report for noting or approval by the Board.

9. REVIEW

The terms of reference shall be reviewed by the Committee as and when required. All amendments to the terms of reference must be approved by the Board.

This Terms of Reference was adopted by the Board on 15 November 2024.

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